RESOLUTIONS

OF

PERMANENT TSB GROUP HOLDINGS PLC

(THE “COMPANY”)

At the Extraordinary General Meeting of the Company held at The Conrad Hotel, Earlsfort Terrace, Dublin 2, D02 V562, Ireland on Thursday 30 July 2026 the following Resolutions were passed.

1. <u>Special Resolution: Amendment of Memorandum of Association</u>

That, with effect from the passing of this resolution, the Memorandum of Association of PTSBGH be amended by the addition of the following new paragraph 3.31 after the existing paragraph 3.30:

“To enter into any scheme of arrangement with its creditors or members or any class of them pursuant to Sections 449 to 455 of the Companies Act 2014 (as amended), including without prejudice to the generality of the foregoing, to enter into the scheme of arrangement dated 15 May 2026 (the “Scheme of Arrangement”) between the Company and the holders of the Scheme Shares (as defined in the Scheme of Arrangement) in its original form or with or subject to any modification(s), addition(s) or condition(s) approved or imposed by the Irish High Court.”

2. <u>Ordinary Resolution: Approval of the Scheme of Arrangement</u>

That, subject to the passing of Resolution 1 above and to the approval by the requisite majority of PTSBGH shareholders of the Scheme of Arrangement at the Scheme Meeting, the Scheme of Arrangement (a copy of which has been produced to this meeting) in its original form or with or subject to any modification(s), addition(s) or condition(s) approved or imposed by the Irish High Court be approved and the directors of PTSBGH be authorised to take all such action as they consider necessary or appropriate for carrying the Scheme of Arrangement into effect.

3. <u>Special Resolution: Amendment of Articles of Association</u>

That, subject to the Scheme of Arrangement becoming effective, the Articles of Association of PTSBGH be amended by adding the following new Article 146:

"146. Scheme of Arrangement

(a) In these Articles, the "Scheme" means the scheme of arrangement dated 15 May 2026 between the Company and the holders of the scheme shares (which comprise the ordinary shares of the Company that are transferred under the Scheme) (the "Scheme Shares") under Chapter 1 of Part 9 of the Act in its original form or with or subject to any modification(s), addition(s) or condition(s) approved or imposed by the Irish High Court and expressions defined in the Scheme and (if not so defined) in the document containing the circular circulated with the Scheme under Section 452 of the Act shall have the same meanings in this Article.

(b) Notwithstanding any other provision of these Articles or the terms of any Resolution, whether ordinary or special, passed by the Company in any general meeting, if the Company allots and issues any ordinary shares (other than to BAWAG P.S.K. Bank für Arbeit und Wirtschaft und Österreichische Postsparkasse Aktiengesellschaft ("BAWAG PSK") or the Designated Nominee) on or after the Voting Record Time and prior to the Scheme Record Time, such shares shall be allotted and issued subject to the terms of the Scheme and the holder or holders of those shares shall be bound by the Scheme accordingly.

(c) Notwithstanding any other provision of these Articles, if any new ordinary shares of the Company are allotted or issued to any person (a "new member") (other than to BAWAG PSK or the Designated Nominee) on or after the Scheme Record Time, the new member shall, provided the Scheme has become effective, immediately transfer such shares, free of all encumbrances, to BAWAG PSK or the Designated Nominee, in consideration of and conditional on the payment by BAWAG PSK and/or its nominee(s) to the new member of the amount of cash to which the new member would have been entitled under the terms of the Scheme had such ordinary shares transferred to BAWAG PSK or the Designated Nominee hereunder been Scheme Shares at the Scheme Record Time, such new ordinary shares of the Company to rank pari passu in all respects with all other ordinary shares of the Company for the time being in issue and ranking for any dividends or distributions made, paid or declared thereon following the date on which the transfer of such new ordinary shares of the Company is executed.

(d) In order to give effect to any such transfer required by this Article 146, the Board may appoint any person to execute and deliver a form of transfer on behalf of, or as attorney and/or agent and/or otherwise for and in the name of the new member in favour of BAWAG PSK or the Designated Nominee, without the need for any further action being required to give effect thereto. Pending the registration of BAWAG PSK or the Designated Nominee as holder of any share to be transferred under this Article 146, the new member shall not be entitled to exercise any rights attaching to any such shares unless so agreed by BAWAG PSK or the Designated Nominee and BAWAG PSK or the Designated Nominee shall be irrevocably empowered to appoint a person nominated by BAWAG PSK or the Designated Nominee, to act as attorney or agent on behalf of any holder of that share in accordance with any directions BAWAG PSK or the Designated Nominee may give in relation to any dealings with or disposal of that share (or any interest in it), the exercise of any rights attached to it or receipt of any distribution or other benefit accruing or payable in respect of it and any holder(s) of that share must exercise all rights attaching to it in accordance with the directions of BAWAG PSK or the Designated Nominee. The Company shall not be obliged to issue a share certificate to the new member for any such share.

4. Ordinary Resolution: Adjournment of the EGM

That any motion by the Chairperson to adjourn the EGM, or any adjournments thereof, to another time and place if necessary or desirable to solicit additional proxies if there are insufficient votes at the time of the EGM to approve the Scheme, or any of the other resolutions set out above, be approved.