

## PRICING SUPPLEMENT

11th February, 2005

**Irish Life & Permanent plc**  
**Issue of €150,000,000 Callable Fixed/CMS Linked Notes**  
**due 15th February, 2035**  
**under the €12,000,000,000**  
**Euro Note Programme**

This document constitutes the Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Information Memorandum dated 16 July, 2004. This Pricing Supplement contains the final terms of the Notes and must be read in conjunction with such Information Memorandum.

**Investors should consider the following investment considerations carefully before investing in the Notes.**

Purchasers of the Notes should conduct such independent investigation and analysis regarding the Issuer, the Notes, and all other relevant persons and market and economic factors as they deem appropriate to evaluate the merits and risks of an investment in the Notes. The Issuer and the Managers disclaim any responsibility to advise purchasers of the Notes of the risks and investment considerations associated with the purchase of the Notes as they may exist at the date hereof or from time to time thereafter. However, as part of such independent investigation and analysis, prospective purchasers of the Notes should consider all the information set forth in the Information Memorandum and this Pricing Supplement, including the considerations set forth below.

Investment in the Notes is only suitable for investors who:

- (1) have the requisite knowledge and experience in financial and business matters, and access to, and knowledge of, appropriate analytical resources, to evaluate the information contained in the Information Memorandum and this Pricing Supplement and the merits and risks of an investment in the Notes in the context of such investors' financial position and circumstances;
- (2) are capable of bearing the economic risk of an investment in the Notes for an indefinite period of time; and
- (3) recognise that it may not be possible to make any transfer of the Notes for a substantial period of time, if at all.

Further, each prospective purchaser of the Notes must determine, based on its own independent review and such professional advice as it deems appropriate under the circumstances, that its acquisition of the Notes (i) is fully consistent with its (or if it is acquiring the Notes in a fiduciary capacity, the beneficiary's) financial needs, objectives and condition, (ii) complies and is fully consistent with all investment policies, guidelines and restrictions applicable to it (whether acquiring the Notes as principal or in a fiduciary capacity) and (iii) is a fit, proper and suitable investment for it (or if it is acquiring the Notes in a fiduciary capacity, for the beneficiary), notwithstanding the clear and substantial risks inherent in investing in or holding the Notes.

**INTEREST ACCRUING FOR ANY INTEREST PERIOD AFTER 15TH FEBRUARY, 2008 IS CALCULATED BY REFERENCE TO A CONSTANT MATURITY SWAP**

Interest for each Interest Period until 15th February, 2008 will accrue at 6.125 per cent. per annum. For Interest Periods commencing on or after 15th February, 2008, interest will accrue at a floating rate. The floating rate will be calculated for each Interest Period on the basis of the following formula: 4 times the difference resulting from subtracting the 2-year Constant Maturity Swap (CMS 2 – the annual rate for euro interest rate swap transactions with a maturity of 2 years) from the 10-year Constant Maturity Swap (CMS 10 – the annual rate for euro interest rate swap transactions with a maturity of 10 years), subject to a minimum Interest Rate of 2.50 per cent. and a maximum Interest Rate of 9.00 per cent.

Under this formula, investors will receive an amount of interest tied to the spread between long and medium term interest rates.

As the maximum rate at which interest will accrue is 9.00 per cent. per annum, if the spread between the above long- and medium- term interest rates increases after 15th February, 2008, the rate at which interest will accrue on the Notes may be less than the rate calculated under the above formula.

Investors should also note that changes in the shape of the yield curve may adversely affect the market value of the Notes (for example, any steepening of the long end of the yield curve will increase the market value of the Notes and conversely any flattening of the long end of the yield curve will decrease the market value of the Notes). The CMS curve is significantly steeper than other interest rate benchmark indices and the impact of the slope of the relevant segment of the CMS curve is further amplified by the leveraging applied in the calculation of the Interest Rate. As the Interest Rate will be calculated in the future, the current slope of the CMS curve may become more acute than it is at present. As the Notes may not be redeemed at any time at the option of the Holders, Holders may continue to be exposed to the above risks until the Maturity Date of the Notes.

THE CONSIDERATIONS SET OUT ABOVE ARE NOT, AND ARE NOT INTENDED TO BE, A COMPREHENSIVE LIST OF ALL CONSIDERATIONS RELEVANT TO A DECISION TO PURCHASE OR HOLD ANY NOTES.

Fees, rebates and/or discounts may have been paid as part of this transaction. If you would like more information regarding these fees, rebates or discounts please contact Deutsche Bank AG London. Deutsche Bank AG London disclaims any liability for the misuse of this information.

1.	Issuer:	Irish Life & Permanent plc
2.	Series Number:	222
3.	Specified Currency or Currencies:	euro (€)
4.	Aggregate Nominal Amount:	€150,000,000
5.	(i) Issue Price of Tranche:	100 per cent. of the Aggregate Nominal Amount
	(ii) Net proceeds:	€150,000,000
6.	Specified Denominations:	€1,000
7.	Issue Date and Interest Commencement Date:	15th February, 2005
8.	Maturity Date:	15th February, 2035
9.	Interest Basis:	From and including the Issue Date to but excluding 15th February, 2008 6.125 per cent. Fixed Rate (further particulars specified below)
		From and including 15th February, 2008 to but excluding the Maturity Date, Index Linked Interest (further particulars specified below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest Basis or Redemption/ Payment Basis:	Yes, fuller particulars specified below
12.	Put/Call Options:	Issuer Call (further particulars specified below)
13.	Status of the Notes:	Ordinary
14.	Listing:	Ireland
15.	Method of distribution:	Syndicated

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

16.	Fixed Rate Note Provisions	Applicable for the period from, and including the Issue Date to, but excluding 15th February, 2008
	(i) Rate(s) of Interest:	6.125 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	15th February in each year commencing on 15th February, 2006 up to and including 15th February, 2008, unadjusted

(iii)	Fixed Coupon Amount(s):	€61.25 per €1,000 in nominal amount
(iv)	Broken Amount(s):	Not Applicable
(v)	Fixed Day Count Fraction (subject to paragraph 30):	Actual/Actual (ISMA)
(vi)	Determination Date(s):	15th February in each year
(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	None
17.	Floating Rate Note Provisions	Not Applicable
18.	Zero Coupon Note Provisions	Not Applicable
19.	Index Linked Interest Note Provisions	Applicable for the period from and including 15th February, 2008 to but excluding the Maturity Date
(i)	Index/Formula:	<p>The Rate of Interest for each Interest Period (which for purposes hereof shall be deemed to include the period from and including the Interest Payment Date immediately preceding the date of any redemption of the Notes pursuant to Condition 8 to but excluding the date of such redemption) during the period from and including 15th February, 2008 to but excluding the Maturity Date will be a percentage rate, as determined by the Calculation Agent in its sole discretion, which is equal to:</p> <p style="margin-left: 40px;"><math>4 \times (10y \text{ CMS} - 2y \text{ CMS})</math></p> <p>Where:</p> <p><b>10y CMS</b> means for any Interest Period the rate which is equal to the EUR-ISDA-EURIBOR Swap Rate-11.00 for a Designated Maturity of ten years as determined by the Calculation Agent on the Interest Determination Date;</p> <p><b>2y CMS</b> means for any Interest Period the rate which is equal to the EUR-ISDA-EURIBOR Swap Rate-11.00 for a Designated Maturity of two years as determined by the Calculation Agent on the Interest Determination Date;</p> <p><b>EUR-ISDA-EURIBOR Swap Rate-11.00</b> means that the rate for a Reset Date will be the annual swap rate for euro swap transactions with a maturity of the Designated Maturity, expressed as a percentage, which appears on the Reuters Screen ISDAFIX2</p>

Page under the heading "EURIBOR BASIS - FRF" and above the caption "11.00 AM FRANKFURT" as of 11.00 a.m., Frankfurt time, on the Interest Determination Date. If such rate does not so appear on the Reuters Screen ISDAFIX2 Page, the rate for that Reset Date will be determined by the Calculation Agent in its sole discretion by reference to a substitute screen page.

If no such substitute screen page is available, the rate for the Reset Date will be determined by the Calculation Agent as if the parties had specified "EUR-Annual Swap Rate-Reference Banks" (as defined below) as the applicable floating rate option;

**EUR-Annual Swap Rate Reference Banks** means that the rate for a Reset Date will be a percentage determined on the basis of the mid-market annual swap rate quotations provided by the Reference Banks at approximately 11:00 a.m., Frankfurt time, on the Interest Determination Date.

For this purpose, the mid-market annual swap rate means the arithmetic mean of the bid and offered rates for the annual fixed leg, calculated on a 30/360 day count basis, of a fixed-for floating euro interest rate swap transaction with a term equal to the Designated Maturity commencing on that Reset Date with an acknowledged dealer of good credit in the swap market, where the floating leg, calculated on an Actual/360 day count basis, is equivalent to EUR-EURIBOR-Telerate (as defined in the ISDA 2000 definitions) with a Designated Maturity of six months.

The Calculation Agent will request the principal office of each of the Reference Banks to provide a quotation of its rate. If at least three quotations are provided, the rate for that Reset Date will be the arithmetic mean of the quotations, eliminating the highest quotation (or, in the event of equality, one of the highest) and the lowest quotation (or, in the event of equality, one of the lowest).

If at least three Reference Banks are not available to give sufficient quotations of swap rates as set out above, then the swap rates will be determined by the Calculation Agent in its sole discretion;

**Interest Determination Date** means the day that is two Target Settlement Days prior to the Reset Date;

**Reference Banks** means five leading swap dealers in the interbank market;

**Reset Date** means the first day of the Interest Period;

**TARGET** means the Trans-European Automated Real-time Gross settlement Express Transfer system; and

**Target Settlement Day** means any day on which TARGET is open.

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| (ii)   | Calculation Agent responsible for calculating the principal and/or interest due:   | Deutsche Bank AG will act as the Calculation Agent   |
| (iii)  | Provisions for determining Coupon where calculation by reference to Index and/or Formula is impossible or impracticable: | Not Applicable   |
| (iv)   | Specified Period(s)/Specified Interest Payment Dates:  | 15th February in each year up to and including the Maturity Date, with the first Specified Interest Payment Date being 15th February, 2009, unadjusted |
| (v)    | Business Day Convention:   | Not Applicable   |
| (vi)   | Additional Business Centre(s):   | Not Applicable   |
| (vii)  | Minimum Rate of Interest:  | 2.50 per cent. per annum   |
| (viii) | Maximum Rate of Interest:  | 9.00 per cent. per annum   |
| (ix)   | Day Count Fraction:  | Actual/Actual (ISMA)   |
| 20.    | Dual Currency Note Provisions  | Not Applicable   |

#### **PROVISIONS RELATING TO REDEMPTION**

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| 21.   | Issuer Call   | Applicable   |
| (i)   | Optional Redemption Date(s):  | 15th February, 2008 and each Interest Payment Date thereafter to but excluding the Maturity Date |
| (ii)  | Optional Redemption Amount(s) and method, if any, of calculation of such amount(s): | €1,000 per Note of €1,000 Specified Denomination   |
| (iii) | If redeemable in part:  | Not Applicable   |
| (iv)  | Notice period (if other than as set out in the Conditions):                         | Ten Business Days  |

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| 22. | Investor Put  | Not Applicable                                   |
| 23. | Final Redemption Amount   | €1,000 per Note of €1,000 Specified Denomination |
| 24. | Early Redemption Amount(s) payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 5(e)): | Condition 5(e) applies                           |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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| 25. | Form of Notes:  | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event   |
| 26. | Additional Financial Centre(s) or other special provisions relating to Payment Dates:   | Not Applicable  |
| 27. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):   | Yes, if the Permanent Global Note is exchanged for Definitive Notes before 15th February, 2018 one Talon for future coupons will be attached to such Definitive Notes, otherwise no Talons will be attached to any Definitive Notes |
| 28. | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and, if different from those specified in the Temporary Global Note, consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest on late payment: | Not Applicable  |
| 29. | Details relating to Instalment Notes:   |   |
|     | (i) Instalment Amount(s):   | Not Applicable  |
|     | (ii) Instalment Date(s):  | Not Applicable  |
| 30. | Redenomination applicable:  | No  |
| 31. | Other terms or special conditions:  | Not Applicable  |

**DISTRIBUTION**

32. (i) If syndicated, names of Managers: Deutsche Bank AG London  
Banco Bilbao Vizcaya Argentaria S.A.
- (ii) Stabilising Manager (if any): Deutsche Bank AG London
33. If non-syndicated, name of relevant Dealer: Not Applicable
34. Whether TEFRA D rules applicable or TEFRA rules not applicable: TEFRA D
35. Additional selling restrictions: Not Applicable

**OPERATIONAL INFORMATION**

36. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
37. Delivery: Delivery against payment
38. Additional Paying Agent(s) (if any): Not Applicable

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ISIN: XS0210991807

Common Code: 021099180

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**LISTING APPLICATION**

This Pricing Supplement comprises the final terms required to list the issue of Notes described herein pursuant to the €12,000,000,000 Euro Medium Term Note Programme of Irish Life & Permanent plc.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By:   
Duty authorised