

**THE NEW IRELAND FUND, INC.  
NOMINATING COMMITTEE CHARTER**

**Mission**

The Nominating Committee of the Board of Directors (the “Committee”) of The New Ireland Fund, Inc. (the “Fund”) is responsible for the identification of individuals who have the qualities necessary to become members of the Board of the Fund and for recommending them as being suitable candidates for election to the Board.

**Composition of the Committee**

The Nominating Committee shall be composed of at least three Directors

- Each of whom shall not be an “interested person” of the Fund, as defined in the Investment Company Act of 1940, as amended, (the “Investment Company Act”) or an “affiliated person” of the Fund, as described in the Securities Exchange Act of 1934, as amended (the “1934 Act”).
- Each of whom shall not accept any consulting, advisory, or other compensatory fee from the Fund (other than fees for serving on the Board of Directors or any committee thereof) or have any other relationship to the Fund that may interfere with the exercise of such person’s independence from the Fund and Fund management.
- Each of whom shall otherwise satisfy the applicable independence requirements for any stock exchange or market quotation system on which Fund shares are listed or quoted.

Members shall be appointed by the Board, and shall serve at the pleasure of the Board and for such term or terms as the Board may determine. The Board shall designate one member of the Committee as its Chairperson. In the event of a tie vote on any issue, the Chairperson’s vote shall decide the issue.

**Authority and Responsibilities**

The Nominating Committee will have the following authority and responsibilities:

1. To identify candidates to become members of the Board of Directors and to recommend them to the Board as being suitable candidates for election to the Board. The Committee shall also recommend to the Board the nominees to stand as Directors for election at the next annual meeting of shareholders or, if applicable, at a special meeting of shareholders.
  - In selecting or recommending candidates, the Committee shall take into consideration criteria, including, but not limited to, the candidate’s personal and professional integrity, business judgment, relevant experience and skills, the potential to be an effective director on the Board and any committee of the Board, and such other factors as it deems appropriate.

- In the case of vacancy on the Board (including a vacancy created by an increase in the size of the Board), the Committee shall recommend to the Board an individual to fill that vacancy either through appointment by the Board or through election by the shareholders.
  - The Committee shall consider all candidates recommended by the Fund's shareholders in accordance with the procedures set forth in the Fund's annual proxy statement.
2. To identify, and recommend to the Board of Directors, members of the Board qualified to fill vacancies on any committee of the Board (including the Nominating Committee). In nominating a candidate for committee membership, the Committee shall take into consideration the factors set forth in the charter of that committee (if any) as well as any other factors the Nominating Committee deems appropriate. The Committee may also recommend the removal of a director from any committee of the Board.
  3. If required, to assist management in the preparation of disclosure in the Fund's annual proxy statement about the Committee's operations.
  4. To perform any other duties and responsibilities relating to the nomination of candidates for membership on the Board of Directors or on any committee of the Board that the Board may expressly delegate to the Committee.

### **Structure and Operations**

The Committee shall meet at least once a year with further meetings when deemed necessary or desirable by the Committee, or its Chairperson. While it will be desirable that Members of the Committee attend in person, Members may also participate in a meeting of the Committee by means of conference call provided that they can hear and be heard, at all times. The Committee shall report to the Board on its meetings. The Committee shall, from time to time, as it deems appropriate, review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

### **Delegation to Subcommittees**

The Committee may, in its discretion, delegate all or a portion of its authority and responsibilities to subcommittees of the Committee.

### **Resources and Authority**

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate and approve any search firm, outside counsel, or other adviser, engaged to assist in identifying director candidates.

*Adopted: March 4, 2008*

*Approved: March 3, 2009*

*Approved: March 10, 2010*