

**Form of Proxy
2012 Annual General Meeting (AGM)**



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Voting ID

Control No.

Shareholder Reference No.

Before completing this Form of Proxy, please read the notes included in the Notice of AGM and the instructions in the Guidance Notes overleaf.

I/We appoint the Chairman of the AGM or (see notes 6 and 7 overleaf)

as my/our proxy, to exercise all or any of my/our rights to attend, speak or vote on my/our behalf at the AGM of Aviva plc to be held on Thursday, 3 May 2012 at 11am and at any adjournment thereof in accordance with the instructions given below:

You may submit your proxy instruction at www.aviva.com/aggm using the reference numbers above (see note 2 overleaf).

Alternatively, please indicate against each resolution below, with a cross or other mark, how you wish your votes to be cast on a poll.

Please tick this box if it is your intention to attend the AGM.

Please tick this box if this proxy form is one of multiple instructions being given (see note 7).

Resolutions	For	Against	Vote withheld	Resolutions	For	Against	Vote withheld
1 Annual Report and Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15 To re-elect Patrick Regan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16 To re-elect Colin Sharman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Corporate Responsibility Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17 To re-elect Russell Walls	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18 To re-elect Scott Whewey	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To elect John McFarlane	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19 To re-appoint, as auditor, PricewaterhouseCoopers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To elect Gay Huey Evans	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20 Auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To elect Trevor Matthews	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21 Authority to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To elect Glyn Barker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	22 Non pre-emptive share allotments*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To re-elect Mary Francis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	23 Authority to purchase ordinary shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To re-elect Richard Karl Goeltz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	24 Authority to purchase 8 ³ / ₄ % preference shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To re-elect Euleen Goh	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	25 Authority to purchase 8 ³ / ₈ % preference shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 To re-elect Michael Hawker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	26 Political donations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 To re-elect Igal Mayer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	27 14 days' notice for general meetings*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 To re-elect Andrew Moss	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	28 To adopt new Articles*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* Special resolution

Please enter your email address below to register to receive emails instead of hard copy shareholder communications (see note 11)

Signed

E1142

Dated

Please tick this box if signing on behalf of a member under a Power of Attorney or as a Receiver or other authority (see note 9 overleaf).

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AGM Attendance Card



Useful notes for the AGM

- The Aviva 2012 AGM will be held on Thursday, 3 May 2012 at 11am at the Barbican Centre, Silk Street, London EC2Y 8DS. A map showing the location of the AGM is on the reverse of this card.
- Refreshments will be provided before and after the AGM in the Exhibition Area (Level -1) of the Barbican Centre.
- For your personal safety and security there will be bag searches for everyone attending the AGM. We recommend that you arrive in time to allow for this procedure.
- Cameras, recording equipment and other items that may interfere with the good order of the AGM will not be permitted in the auditorium. You will be requested to turn off mobile telephones.
- There will be facilities for shareholders who are in wheelchairs. Anyone who is accompanying a shareholder who is in a wheelchair or who may otherwise require assistance will be admitted to the AGM as a guest of that shareholder.
- Sound amplification facilities, headsets, an induction loop and a speech-to-text transcription will be provided for people with hearing difficulties.

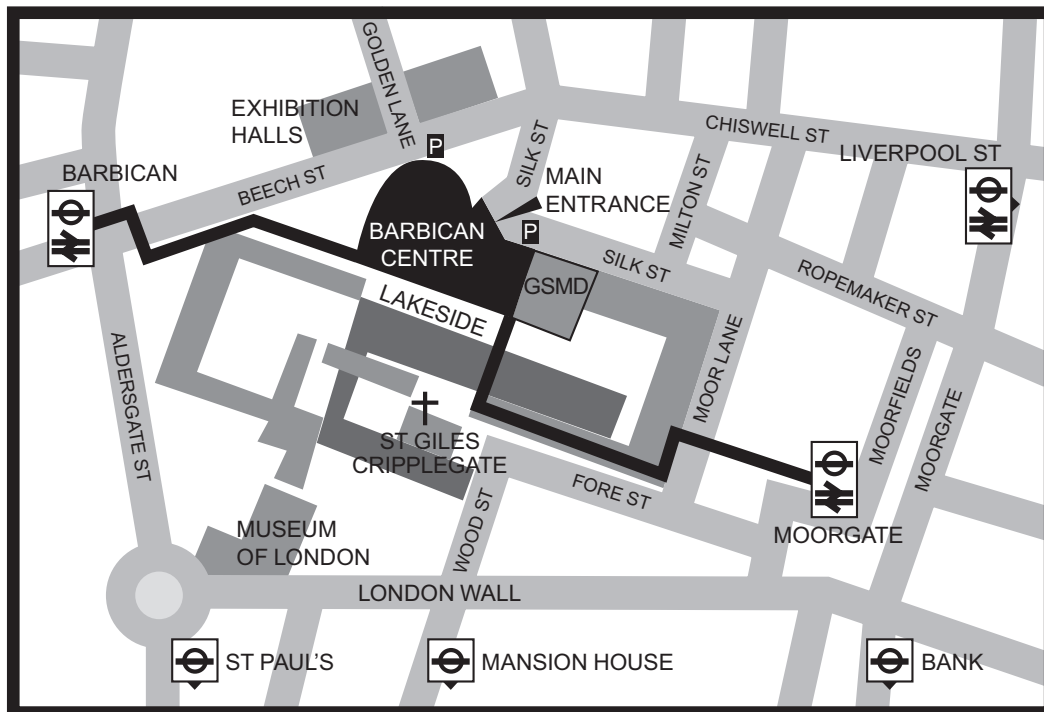
Please bring this card with you as evidence of your right to attend.

- If you have appointed a proxy, other than the Chairman, to attend the AGM on your behalf, then please tick this box and give this card to your proxy. They should take this card with them and state at registration that they are attending as your proxy. You will also need to complete and return the attached Form of Proxy.

Detach and retain

Aviva plc St Helen's 1 Undershaft London EC3P 3DQ Telephone +44 (0)20 7283 2000 www.aviva.com
Registered in England No. 2468686

Getting to the Barbican Centre



— Pedestrians are advised to follow the yellow line routes to gain access to the Barbican Centre.

GSMD Guildhall School of Music and Drama.

If you have any questions about completing your proxy form or about your Aviva shares, please contact Computershare:



Via the internet: www.investorcentre.co.uk/contactus



By email: AvivaSHARES@computershare.co.uk



By telephone: 0871 495 0105

Lines are open from 8.30am to 5pm (UK time), Monday to Friday
Please call +44 117 378 8361 if calling from outside of the UK



In writing: Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZZ

Guidance Notes on completing the Form of Proxy



Cast your proxy online. It's fast, easy and secure.

www.aviva.com/agm

You will be asked to enter the Voting ID, Control Number and Shareholder Reference Number shown overleaf and agree to certain terms and conditions.

- 1 You can register your appointment of a proxy and your voting instruction, either online as outlined in note 2 below or by returning your completed proxy form to the Company's Registrar, Computershare Investor Services PLC (Computershare), The Pavilions, Bridgwater Road, Bristol BS99 6ZY. A prepaid envelope, which will not require a stamp if posted in the UK, has been provided for your convenience.
- 2 You can register your appointment of a proxy and voting instruction online by visiting www.aviva.com/agm. You will require your Voting ID, Control Number and your Shareholder Reference Number, each of which can be found overleaf. Please note that any electronic communication sent to the Company or Computershare that is found to contain a computer virus will not be accepted.
- 3 Whether you register your instruction online or by post, your instruction must be received by no later than 11am on Tuesday, 1 May 2012.
- 4 You will find further details of the resolutions to be proposed at the AGM in the Notice of AGM which is either enclosed or can be obtained from www.aviva.com/agm. Alternatively, you can contact Computershare, using the contact details provided opposite, to request a copy.
- 5 The 'Vote withheld' option is provided to enable you to abstain on any particular resolution. However, a 'Vote withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' or 'Against' a resolution.
- 6 You are entitled to appoint one or more proxies of your choice. To appoint someone other than the Chairman, please cross out 'the Chairman of the AGM' and insert the name of your proxy in the space provided. Your proxy does not need to be a shareholder but must attend the AGM in person. Please indicate how you wish your proxy to vote on a poll by placing a cross or other mark in the appropriate boxes. Your proxy must vote in the way that you indicate. Please note that if you do not give an instruction, your proxy may vote as he or she wishes on any resolution and on any further or amended resolutions. Your proxy may also vote as he or she wishes on any other business which may properly come before the AGM.
- 7 You may appoint more than one proxy provided that each proxy is appointed to exercise rights attached to different shares. To do this you may obtain additional proxy forms from Computershare, using the contact details provided opposite or you may copy this form. Please indicate next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate, by ticking the box provided, if the proxy instruction is one of multiple instructions being given. Please sign all proxy forms and return them together in the same enclosed prepaid envelope.
- 8 The return of a completed proxy form or any CREST Proxy Instruction will not prevent you from attending the AGM and voting in person if you wish to do so.
- 9 Please ensure you sign the proxy form and initial any alterations. If someone other than you signs the proxy form, it must be returned with either the letter of authority, Power of Attorney or a certified copy of the Power of Attorney authorising him/her to sign on your behalf. If the holder is a corporation, the proxy form must be signed either under seal or under the hand of a duly authorised officer or attorney of that company.
- 10 If your shareholding is held jointly, the votes of the senior holder who votes, either by proxy or in person, will be accepted to the exclusion of the votes from the other joint holders. For this purpose, seniority for the joint holding is determined by the order in which the shareholders' names appear on the Company's Register of Members.
- 11 To elect to receive an email notification when shareholder communications are available to view and download on the Aviva.com website, instead of receiving hard copy shareholder communications, simply fill in the box overleaf and return the proxy form to Computershare or visit www.aviva.com/ecomms for more details of how to register online.