

**Form of Proxy
2016 Annual General Meeting (AGM)**



AGM Attendance Card



Meeting Control Number

Shareholder Reference Number

Voting Reference Number

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

I/We appoint the Chairman of the AGM or (see notes 8 and 9)

as my/our proxy, to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the AGM of Aviva plc (Aviva) to be held on Wednesday, 4 May 2016 at 11am and at any adjournment thereof, in accordance with the instructions given below:

You may submit your proxy instruction at www.investorcentre.co.uk/eproxy using the reference numbers above (see note 1).

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

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

Please tick this box if this Form of Proxy is one of multiple instructions being given (see note 9).

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 Scott Wheway	<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 Mark Wilson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17 To re-appoint, as auditor, PricewaterhouseCoopers LLP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To elect Claudia Arney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18 Auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To elect Andy Briggs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19 Political donations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To elect Belén Romana García	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20 Authority to allot ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To elect Sir Malcolm Williamson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21 Disapplication of pre-emption rights*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-elect Glyn Barker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	22 Authority to purchase ordinary shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To re-elect Patricia Cross	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	23 Authority to purchase 8¾% preference shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To re-elect Michael Hawker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	24 Authority to purchase 8¾% preference shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To re-elect Michael Mire	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	25 14 days' notice for general meetings*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 To re-elect Sir Adrian Montague	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	26 Authority to allot shares – Solvency II Instruments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 To re-elect Bob Stein	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	27 Disapplication of pre-emption rights – Solvency II Instruments*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 To re-elect Thomas Stoddard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	* Special resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Useful notes for the AGM

- The AGM will be held on **Wednesday, 4 May 2016 at 11am** at the **Queen Elizabeth II Centre (QEII Centre), Broad Sanctuary, Westminster, London SW1P 3EE**. A map showing the location of the AGM is on the reverse of this card.
- Refreshments will be served before and after the AGM in the Pickwick Suite on the First Floor of the QEII Centre.
- For your personal safety and security, the bags of everyone attending the AGM will be checked. Any large bags should be stored in the cloakroom. 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 Churchill Auditorium. You will be requested to turn off mobile telephones and other portable electronic devices.
- There will be facilities for shareholders who use wheelchairs. Anyone who is accompanying a shareholder who uses a wheelchair, or who may otherwise require assistance, will be admitted to the AGM as a guest of that shareholder.
- 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, please tick this box and give this card to your proxy. They should take this card with them as evidence of their right to attend and state at registration that they are attending as your proxy. You will also need to complete and return the attached Form of Proxy. Your proxy will not be able to attend if your Form of Proxy is not received by Aviva's Registrar, Computershare Investor Services PLC (Computershare), by no later than **11am on Friday, 29 April 2016**.

Detach and retain

Please enter your email address below to register to receive emails instead of hard copy shareholder communications (see note 13):

Signed

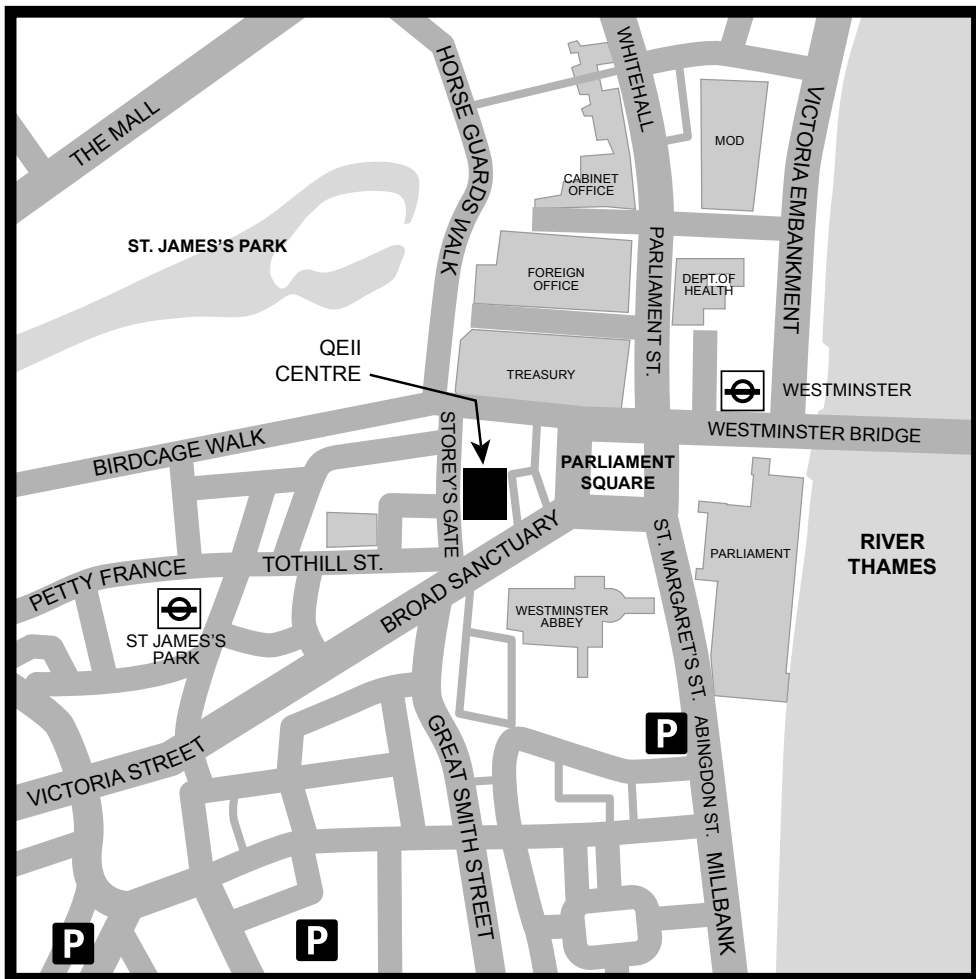
EXT0341

Dated

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Telephone: +44 (0)20 7283 2000 www.aviva.com

Please tick this box if signing on behalf of a member under a power of attorney or other authority (see note 11).

Getting to the QEII Centre



If you have any questions about completing your Form of Proxy or your shareholding, please contact Computershare:

By telephone: 0371 495 0105
Lines are open from 8.30am to 5.30pm (UK time), Monday to Friday (excluding public holidays). Please call +44 117 378 8361 if calling from outside the UK.

By email: AvivaSHARES@computershare.co.uk

Online: www.computershare.co.uk/contactus

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

Guidance Notes on completing the Form of Proxy



Why not appoint your proxy and vote online?

It's fast, easy and secure.

www.investorcentre.co.uk/eproxy

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



- Vote online** – You can appoint a proxy and register your voting instruction online by visiting **www.investorcentre.co.uk/eproxy**. For quick access to the website, please scan the Quick Response code above with your smartphone and you will automatically be directed to the mobile site. You will require your Meeting Control Number, Shareholder Reference Number and Voting Reference Number, each of which can be found on your Form of Proxy overleaf. Please note that any electronic communication sent to Aviva or Computershare that is found to contain a computer virus will not be accepted.
- Vote by post** – Alternatively, you can register your appointment of a proxy and your voting instruction by returning your completed Form of Proxy to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY. A pre-paid envelope, which will not require a stamp if posted in the UK, has been provided for your convenience.
- Vote via CREST** – You can register your appointment of a proxy via the CREST system with Computershare (ID 3RA50). The time of receipt will be taken to be the time from which Computershare is able to retrieve the message. Full details of how to submit an instruction via CREST can be found in the Notice of AGM.
- Whether you register your instruction online, by post or via CREST, your instruction must be received by no later than 11am on Friday, 29 April 2016.**
- 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/aggm**. Alternatively, you can request a copy from Computershare, using the contact details provided opposite.
- 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.
- Entitlement to attend and vote and the number of votes which may be cast at the AGM will be determined by reference to the Register of Members of Aviva at 6pm on Friday, 29 April 2016.
- You are entitled to appoint one or more proxies of your choice to attend, speak and vote on your behalf at the AGM. 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 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 or abstain as he or she wishes on any resolution. Your proxy may also vote as he or she wishes on any other business which may properly come before the AGM, including any motion to amend a resolution or to adjourn the meeting.
- 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 Forms of Proxy from Computershare, using the contact details provided opposite, or you may copy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or, if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement of that designated account). Please also indicate, by ticking the box provided, if the proxy instruction is one of multiple instructions being given. Please sign all Forms of Proxy and return them together in the same enclosed pre-paid envelope.
- The return of a completed Form of Proxy or any online or CREST proxy instruction will not prevent you from attending the AGM and voting in person if you wish to do so.
- Please ensure that you sign the Form of Proxy and initial any alterations. If someone other than you signs the Form of Proxy, it must be returned with either the letter of authority, power of attorney or a certified copy of the power of attorney authorising him or her to sign on your behalf. If the shareholder is a corporation, the Form of Proxy must be signed either under seal or under the hand of a duly authorised officer or attorney of that company, stating their capacity. If the shareholding is held jointly, the signature of any one holder is sufficient.
- If your shareholding is held jointly, the instruction 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 Aviva's Register of Members.
- To elect to receive an email notification when shareholder communications are available to view and download on the Aviva website, instead of receiving hard copy shareholder communications, simply provide your email address in the box overleaf and return the duly completed Form of Proxy to Computershare or visit **www.aviva.com/online** for more details of how to register online. By entering your email address and completing and returning this form, you are accepting the terms and conditions of the Computershare Investor Centre service. The terms and conditions can be found at **www.aviva.com/online** and will be sent to you on receipt of this form.
- The address overleaf is as it appears on the Register of Members. If this information is incorrect, please contact Computershare using the contact details opposite.