

ECCLESIASTICAL INSURANCE OFFICE PLC

(Incorporated in England as a limited company under the Companies Acts 1862 to 1886 with registered number 24869)

Notice of General Meeting to be held on Tuesday 23 November 2010

Notice is hereby given that a General Meeting (the **Meeting**) of Ecclesiastical Insurance Office plc (the **Company**) will be held at Beaufort House, Brunswick Road, Gloucester, GL1 1JZ at 4pm on Tuesday 23 November 2010.

It is proposed that the Meeting will be held on short notice pursuant to the provisions of section 307(4) of the Companies Act 2006 (the **Act**).

You will be asked to consider and vote on the resolution below which is proposed as an ordinary resolution.

ORDINARY RESOLUTION

That:

1. the Board be authorised, generally and without conditions, under section 551 of the Act to allot Non-Cumulative Irredeemable Shares (as defined in the Company's Articles of Association);
2. the Allotment Amount (as defined in the Company's Articles of Association) shall be up to £40 million;
3. such authorisation shall apply until 31 October 2015; and
4. no Disapplication Amount (as defined in the Company's Articles of Association) shall apply to such allotments.

By order of the Board

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Rachael Hall
Company secretary

Ecclesiastical Insurance Office plc
Beaufort House
Brunswick Road
Gloucester
GL1 1JZ

23 November 2010