

ECCLESIASTICAL INSURANCE OFFICE PLC

NOTICE OF MEETING

NOTICE is hereby given that the Annual General Meeting of Ecclesiastical Insurance Office plc will be held at Beaufort House, Brunswick Road, Gloucester, GL1 1JZ on Wednesday, 23rd June 2010 at 12:15pm for the following purposes:

Ordinary business

1. To receive the Report of the Directors and Accounts for the year ended 31st December 2009 and the report of the auditors thereon.
2. To re-elect Mr M Couve as a director.*
3. To re-elect Mr M Tripp as a director.*
4. To elect Mr M Hews as a director.*
5. To consider the declaration of a dividend.
6. To re-appoint Deloitte LLP as auditors and authorise the directors to fix their remuneration.

By Order of the Board

Mrs R J Hall, Secretary
23rd March 2010

* Brief biographies of the directors seeking election or re-election are shown on page 5 of the 2009 Annual Report

Only a member holding ordinary shares, or their duly appointed representative(s), is entitled to attend, vote and speak at the annual general meeting.

A member holding ordinary shares is entitled to appoint a proxy or proxies (who need not be a member of the Company) to exercise all or any of their rights to attend, speak and vote on their behalf at the annual general meeting. Such a member may appoint more than one proxy in relation to the annual general meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member.

Any corporation which is a member holding ordinary shares can appoint one or more corporate representatives who may exercise, on its behalf, all of the same powers as that corporation could exercise if it were an individual member, provided that they do not do so in relation to the same share or shares and that they act within the powers of their appointment.

This notice is sent purely for information to the holders of 8.625% Non-Cumulative Irredeemable Preference shares who are not entitled to attend and vote at the annual general meeting.