

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

100019/240

BLUEPRINT

OneWorld

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling s
Please go to www.companiesl

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☒ **What this form is NOT for**
You cannot use this form to g
notice of changes to the comp
officers, registered office addi
company type or information
relating to the company records

SATURDAY



A30 *A3J8YQJS* 25/10/2014 #222
COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies.

→ Filling in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 2 4 6 8 6 8 6

Company name in full ① Aviva plc

① Company name change
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2 Return date

Please give the annual return made up date The return date must not be a future
date The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates

Date of this return ② d 3 d 0 m 0 m 9 y 2 y 0 y 1 y 4

② Date of this return
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House You may choose
an earlier return date but it must not
be a later date

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities ③

Classification code 1 7 0 1 0 0

Classification code 2

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description

③ Principal business activity
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

AR01**Annual Return**

(For returns made up to a date on or after 1 October 2011)

A4**Company type^①**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company
☐ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

A5**Registered office address^②**

Building name/number	St Helen's
Street	1 Undershaft
Post town	LONDON
County/Region	
Postcode	E C 3 P 3 D Q

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

A6**Single alternative inspection location (SAIL) of the company records (if applicable)^③**

Building name/number	c/o Computershare Investor Services PLC
Street	The Pavilions Bridgwater Road
Post town	Bristol
County/Region	
Postcode	B S 9 9 6 Z Z

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form AD02 and submit it together with this annual return

A7**Location of company records^④**

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☒ Register of members.
☐ Register of directors
☐ Directors' service contracts
☐ Directors' indemnities
☐ Register of secretaries.
☐ Records of resolutions etc
☐ Contracts relating to purchase of own shares
☐ Documents relating to redemption or purchase of own share out of capital by private company
☐ Register of debenture holders.
☐ Report to members of outcome of investigation by public company into interests in its shares
☒ Register of interests in shares disclosed to public company
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate.

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 2**Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a secretary who is an individual, go to Section B1
- For a corporate secretary, go to Section C1
- For a director who is an individual, go to Section D1
- For a corporate director, go to Section E1

Continuation pages

Please use a continuation page if you need to enter more officer details.

Secretary**B1****Secretary's details ①**

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4.

Title*	Mrs
Full forename(s)	Kirstine Ann
Surname	Cooper
Former name(s) ②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

Corporate details

Please use Section C1-C4 to enter corporate secretary details.

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address ③**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Corporate secretary**C1 Corporate secretary's details ^①**

Please use this section to list all the corporate secretaries of the company

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

① Corporate secretary appointments

You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.

Corporate secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.

This information will appear on the public record.

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3 EEA companies ^②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/
firm is registered ^③

Registration number

② EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/firm is
registered ^④If applicable, the
registration number**④ Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director**D1 Director's details ①**

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr	
Full forename(s)	Glyn	
Surname	Barker	
Former name(s)②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div>d1</div> <div>d6</div> <div>m0</div> <div>m9</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y3</div>	
Business occupation (if any)	Non-executive Director	

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ③

Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>	
Country		

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1

Director's details ①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.															
Title*	Mrs															
Full forename(s)	Patricia Anne															
Surname	Cross															
Former name(s) ②																
Country/State of residence	Australia															
Nationality	Australian															
Date of birth	d	1	d	8	m	0	m	5	y	1	y	9	y	5	y	9
Business occupation (if any)																

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ③

Building name/number	St Helen's											
Street	1 Undershaft											
Post town	LONDON											
County/Region												
Postcode	E	C	3	P		3	D	Q				
Country	United Kingdom											

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr	
Full forename(s)	Michael John	
Surname	Hawker	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	Australian	
Date of birth	<div> <div>d1</div> <div>d1</div> <div>m1</div> <div>m0</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y9</div> </div>	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1	Director's details ①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Ms	
Full forename(s)	Gay	
Surname	Huey Evans	
Former name(s) ②		
Country/State of residence	United Kingdom	
Nationality	British/American	
Date of birth	<div> <div>d</div> <div>1</div> <div>d</div> <div>7</div> <div>m</div> <div>0</div> <div>m</div> <div>7</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>4</div> </div>	
Business occupation (if any)	Banker	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1

Director's details ^①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr	
Full forename(s)	John	
Surname	McFarlane	
Former name(s) ^②		
Country/State of residence	Australia	
Nationality	British/Australian	
Date of birth	<div> <div>d</div> <div>1</div> <div>d</div> <div>4</div> <div>m</div> <div>0</div> <div>m</div> <div>6</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>4</div> <div>y</div> <div>7</div> </div>	
Business occupation (if any)	Non-executive Director	

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^③

Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*		
Full forename(s)	Michael Philip	
Surname	Mire	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d 1 d 5 m 0 m 1 y 1 y 9 y 4 y 8	
Business occupation (if any)	Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode		
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Sir	
Full forename(s)	Adrian Alastair	
Surname	Montague	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>8</div> <div>m</div> <div>0</div> <div>m</div> <div>2</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>4</div> <div>y</div> <div>8</div> </div>	
Business occupation (if any)	Solicitor	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1 Director's details ^①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Robert William	
Surname	Stein	
Former name(s) ^②		
Country/State of residence	United States	
Nationality	US Citizen	
Date of birth	<div> <div>d</div> <div>0</div> <div>d</div> <div>4</div> <div>m</div> <div>0</div> <div>m</div> <div>2</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>4</div> <div>y</div> <div>9</div> </div>	
Business occupation (if any)	Accountant	

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③

Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr	
Full forename(s)	Thomas Dawson	
Surname	Stoddard	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	American	
Date of birth	d 0 d 4 m 0 m 2 y 1 y 9 y 6 y 6	
Business occupation (if any)		

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode		
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr
Full forename(s)	Jonathan Scott
Surname	Wheway
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>6</div> <div>m</div> <div>0</div> <div>m</div> <div>8</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>6</div> </div>
Business occupation (if any)	Non-executive Director

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr
Full forename(s)	Mark Andrew
Surname	Wilson
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	New Zealand
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>2</div> <div>m</div> <div>0</div> <div>m</div> <div>8</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>6</div> </div>
Business occupation (if any)	Director

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Annual Return

(For returns made up to a date on or after 1 October 2011)

Corporate director**E1 Corporate director's details^①**

Please use this section to list all the corporate director's of the company

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

① Corporate director appointments
You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.

Corporate director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02.

This information will appear on the public record.

E2 Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section E3 only**→ No Complete **Section E4 only****E3 EEA companies^②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/
firm is registered^③

Registration number

② EEA

A full list of countries of the EEA can be found in our guidance
www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/firm is
registered^④If applicable, the
registration number**④ Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 3**Statement of capital^o**

Does your company have share capital?

→ Yes Complete the sections below and the following Part 4

→ No Go to Part 5 (Signature).

¹ This should reflect the company's capital status at the made up date of this annual return**F1****Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
See attached schedule				£
				£
				£
				£
Totals				£

F2**Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

F3**Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate
nominal value ⁵⁵ Total aggregate nominal value
Please list total aggregate values in
different currencies separately For
example £100 + €100 + \$10 etc.² Including both the nominal value and any
share premium³ Number of shares issued multiplied by
nominal value of each share⁴ Total number of issued shares in this class.**Continuation Pages**Please use a Statement of Capital continuation
page if necessary

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Statement of capital ^①

Please complete the table below to show each class of shares held in other currencies Please complete a separate table for each currency

^① This should reflect the company's capital status at the made up date of this annual return

Currency	Pounds Sterling			
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ^②	Amount (if any) unpaid on each share ^②	Number of shares ^③	Aggregate nominal value ^③
8 375% Cum Pref	1 00	0 00	100,000,000	£100,000,000 00
8 75% Cum Pref	1 00	0.00	100,000,000	£100,000,000 00
Ordinary	0 25	0 00	1,452,487	£363,121.75
Ordinary	0 8953	0 00	2,945,972,261	£736,493,065 25
Ordinary	1.9024	0.00	982	£245 50
Ordinary	2.4161	0.00	3,520	£880.00
Ordinary	2.4205	0.00	1,381	£345 25
Ordinary	2 4448	0 00	1,911	£477 75
Ordinary	2 4511	0 00	4,120	£1,030 00
Ordinary	2 4514	0 00	1,716	£429 00
Ordinary	2.4632	0 00	2,141	£535 25
Ordinary	2.4679	0 00	2,469	£617 25
Ordinary	2.5093	0 00	2,799	£699.75
Ordinary	2.5105	0 00	1,564	£391.00
Ordinary	2 5126	0.00	3,130	£782.50
Ordinary	2.5162	0.00	4,940	£1,235.00
Ordinary	2.5208	0 00	658	£164.50
Ordinary	2.5322	0 00	4,623	£1,155 75
Ordinary	2 5327	0 00	1,186	£296 50
Ordinary	2 5511	0 00	658	£164 50
Ordinary	2.5602	0.00	3,458	£864 50
Ordinary	2.5791	0.00	2,469	£617.25
Ordinary	2.5856	0 00	1,383	£345.75
Ordinary	2 7049	0 00	223	£55.75
Ordinary	2 7225	0 00	3,068	£767.00
Totals				

^② Including both the nominal value and any share premium

^③ Number of shares issued multiplied by nominal value of each share

^③ Total number of issued shares in this class.

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

Statement of capital ^①

Please complete the table below to show each class of shares held in other currencies. Please complete a separate table for each currency

^① This should reflect the company's capital status at the made up date of this annual return

Currency	Pounds Sterling (Continued)			
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ^②	Amount (if any) unpaid on each share ^②	Number of shares ^③	Aggregate nominal value ^④
Ordinary	2.7814	0 00	1,161	£290 25
Ordinary	2.8926	0 00	5,104	£1,276 00
Ordinary	2.9239	0.00	6,986	£1,746 50
Ordinary	2 93	0.00	940	£235 00
Ordinary	2 9671	0.00	7,402	£1,850 50
Ordinary	2 9756	0.00	52	£13 00
Ordinary	2 9815	0.00	3,062	£765 50
Ordinary	3 0051	0.00	4,342	£1,085 50
Ordinary	3 0348	0.00	3,204	£801 00
Ordinary	3 0365	0.00	982	£245 50
Ordinary	3 0384	0 00	1,500	£375 00
Ordinary	3.044	0 00	680	£170 00
Ordinary	3 06	0 00	1,670	£417 50
Ordinary	3 0607	0 00	5,902	£1,475.50
Ordinary	3 0649	0.00	1,228	£307.00
Ordinary	3 0708	0 00	3,572	£893.00
Ordinary	3 0719	0 00	1,276	£319.00
Ordinary	3.087	0.00	491	£122.75
Ordinary	3.093	0 00	491	£122.75
Ordinary	3 0942	0 00	2,552	£638.00
Ordinary	3.1139	0 00	1,965	£491.25
Ordinary	3.1248	0 00	64,680	£16,170 00
Ordinary	3.1296	0 00	858	£214 50
Ordinary	3 1461	0 00	966	£241 50
Ordinary	3 1678	0 00	858	£214 50
Totals				

^② Including both the nominal value and any share premium

^③ Number of shares issued multiplied by nominal value of each share

^④ Total number of issued shares in this class.

Please complete the table below to show each class of shares held in other currencies. Please complete a separate table for each currency

Currency	Pounds Sterling (Continued)			
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ③	Number of shares ①	Aggregate nominal value ④
Ordinary	3 2037	0 .00	456	£114 .00
Ordinary	4 .127	0 .00	2 , 677	£669 .25
Ordinary	4 .129	0 .00	318	£79 .50
Ordinary	4 .133	0 .00	6 , 375	£1 , 593 .75
Ordinary	306 , 380 .00	0 00	1 , 965	£491 .25
Ordinary	3 , 050 , 820 .00	0 00	835	£208 .75
Totals			3 , 147 , 607 , 697	£936 , 901 , 924 25

③ Total number of issued shares in this class.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2

Class of share	£1 00 8 375% Cum Pref
Voting rights	See attached schedule

Class of share	£1 00 8.75% Cum Pref
Voting rights	See attached schedule

Class of share	£0 25 Ordinary
Voting rights	See attached schedule

Class of share	
Voting rights	

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4	Statement of capital (Voting rights)
Class of share	£1.00 8 375% Cum Pref
Voting rights	<p>Out of the profits available for distribution and resolved to be distributed, the holders of any Preference Shares shall be entitled, in priority to any payment of dividend to the holders of any ordinary shares in the Company, to be paid a cumulative preferential dividend payable at the fixed rate of 8.375% <input type="checkbox"/> On a return of capital on a winding up, the holders of any Preference Shares shall be entitled to receive, out of the surplus assets of the Company remaining after payment of its liabilities, an amount per Preference Share equal to the nominal amount of a Preference Share together with all arrears and accruals (if any) of the dividend payable thereon, whether or not such dividend has been earned or has become due and payable, to be calculated up to and including the day of the commencement of the winding up <input type="checkbox"/> On a return of capital (otherwise than on a winding up or on a redemption or purchase by the Company of shares of any class), the holders of the Preference Shares shall be entitled to receive an amount per Preference Share equal to the nominal amount of a Preference Share together with all arrears and accruals (if any) of the dividend payable thereon, whether or not such dividend has been earned or has become due and payable, to be calculated up to and including the day of such return of capital <input type="checkbox"/> Any Preference Shares (including all other shares of the Company ranking pari passu on a winding up) shall rank on a winding up in priority to all other shares of the Company from time to time in issue at the date thereof <input type="checkbox"/> The preference shares have not been determined by the directors to be redeemable <input type="checkbox"/> The holders of Preference Shares shall, by virtue of and in respect of their holdings of Preference Shares, have the right to receive notice of, attend, speak and vote at a general meeting of the Company only <input type="checkbox"/> (a) <input type="checkbox"/> if and when, at the date of the notice convening such meeting, the preferential dividend on such shares for the dividend payment period immediately prior to the notice convening the relevant meeting is in arrears and it, and any arrears of deficiency of dividend in respect of any preceding dividend payment period has not been paid in full, or <input type="checkbox"/> (b) <input type="checkbox"/> (b) if a resolution is to be proposed abrogating, varying or modifying any of the rights or privileges of the holders of any New Preference Shares or for the winding up of the Company or for the reduction of capital of the Company (otherwise than on a redemption or purchase of shares), in which case they shall only be entitled to vote on such resolution, or <input type="checkbox"/> (c) <input type="checkbox"/> Save as aforesaid, the Preference Shares shall not confer on the holders thereof the right to receive notice of, attend, speak or vote at any general meeting of the Company <input type="checkbox"/> (d) <input type="checkbox"/> Whenever the holders of the Preference Shares are entitled to vote at a general meeting of the Company upon any resolution proposed at such a general meeting, on a show of hands every holder thereof who is present in person or (being a corporation) by a representative shall have one vote and on a poll every holder thereof who is present in person or by proxy or (being a corporation) be a representative shall have one vote in respect of each complete £1 nominal of Preference Shares registered in the name of such holder or such other entitlement to votes as may be determined by the Directors prior to allotment <input type="checkbox"/></p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4 Statement of capital (Voting rights)

Class of share	£1 00 8 75% Cum Pref
Voting rights	<p>"See separate continuation sheet 1 On a show of hands at a general meeting (a) every member present (not being present by proxy) and entitled to vote on the resolution has one vote; and (b) every proxy present who has been duly appointed by a member entitled to vote on the resolution has one vote, except where (1) that proxy has been duly appointed by more than one member entitled to vote on the resolution; and (11) the proxy has been instructed (A) by one or more of those members to vote for the resolution and by one or more of those members to vote against the resolution, or (B) by one or more of those members to vote in the same way on the resolution (whether for or against) and one or more of those members has permitted the proxy discretion as to how to vote, in which case, the proxy has one vote for and one vote against the resolution, and 2 On a poll taken at a meeting, every member present and entitled to vote on the resolution has one vote in respect of each share held by the relevant member "</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Class of share	£0.25 Ordinary
Voting rights	<p>Entitled to receive dividends declared by the company and recommended by directors to be taken from profits available for the purpose, after the payment of the preference dividends. On a return of capital on a winding up, ordinary shares rank after preference shares. On a show of hands at general meetings every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every share of which he is the holder. In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and seniority shall be determined by the order in which the names of the holders stand in the register of members. A member in respect of whom an order has been made by any court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder may vote, whether on a show of hands or on a poll, by his receiver, curator bonis or other person authorised in that behalf appointed by that court, and any such receiver, curator bonis or other person may, on a poll, vote by proxy. Evidence to the satisfaction of the directors of the authority of the person claiming to exercise the right to vote shall be deposited at the office, or at such other place as is specified in accordance with the articles for the deposit of instruments of proxy, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the right to vote is to be exercised and in default the right to vote shall not be exercisable. No member shall vote at any general meeting or at any separate meeting of the holders of any class of shares in the company, either in person or by proxy, in respect of any share held by him unless all moneys presently payable by him in respect of that share have been paid. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive. On a poll votes may be given either personally or by proxy. A member may appoint more than one proxy to attend on the same occasion.</p>

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 4 Shareholders

Does your company have share capital?

→ Yes go to Section G1 'Companies with share capital'

→ No Go to Part 5 (Signature)

G1 Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ❶

☐ No go to Section G2 'Past and present shareholders'☒ Yes go to Question 2.

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies?(3) Please tick the appropriate box below ❷

☐ No go to Section G4 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'☒ Yes go to Part 5 'Signature'

❶ A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

❷ DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2 List of past and present shareholders ❸

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

☐ There were no shareholder changes in this period. Go to Part 5 (Signature)☐ A full list of shareholders is enclosed☐ A list of shareholder changes is enclosed

How is the list of shareholders enclosed? Please tick the appropriate box below

☐ The list of shareholders is enclosed on paper. Go to Section G3 'List of past and present shareholders'☐ The list of shareholders is enclosed in another format. Go to Part 5 (Signature).

❸ This section only applies to companies answering 'No' in Section G1

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders^①

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

^① Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
				/ /
				/ /
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AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 5

Signature


This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X



X

This form may be signed by

~~Director¹, Secretary, Person authorised², Charity commission receiver and manager, CIC manager, Judicial factor~~

1 Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

2 Person authorised

Under either section 270 or 274 of the Companies Act 2006

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Jessica Bushnell

Company name St Helen's

Address 1 Undershaft

Post town LONDON

County/Region

Postcode E C 3 P 3 D Q

Country United Kingdom

DX

Telephone 0207 662 3002



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following:

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £40 is payable to Companies House in respect of an Annual Return.

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Subsidiary Undertakings (produced as at 30/09/2014)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
20 Gracechurch (General Partner) Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
		£1 00 'B' Ordinary shares	0 000	100 000
A G S Lanka (Private) Limited	Sri Lanka	£0 06 Of 6 Pence shares	0 000	100 000
A G S Customer Services (India) Private Limited	India	INR10 00 Ordinary shares	0 000	100 000
AFER Immo	France	€20 00 Ordinary Partner shares	0 000	100 000
AFRP Sarl	Luxembourg	€25 00 Ordinary shares	0 000	100 000
AIEREF Holding 1	Luxembourg	€1 00 Equity shares	0 000	100 000
AIEREF Holding 2	Luxembourg	€1 00 Issued Capital shares	0 000	100 000
AIEREF Renewable Energy s r o	Czech Republic	CZK1 00 Ordinary shares	0 000	100 000
AI-RECAP GP I, LLC*	United States	-	-	-
Alkotas Point Kft*	Hungary	-	-	-
ANESCO MID DEVON LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
ANESCO SOUTH WEST LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Anna Livia Properties Limited	Ireland	£1 00 Ordinary shares	0 000	100 000
Area Life International Assurance Limited	Ireland	£1 00 A shares	0 000	55 000
		£1 00 B shares	0 000	55 000
ASF German Retail GmbH & Co KG	Germany	€1 00 Ordinary shares	0 000	94 000
Ashtenne (Sevenside) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
ASHTENNE CALEDONIA LIMITED	United Kingdom	£1 00 Ordinary A shares	0 000	100 000
		£1 00 Ordinary B shares	0 000	100 000
Ashtenne Industrial (General Partner) Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
Ashtenne Industrial Fund Nominee No 1 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Ashtenne Industrial Fund Nominee No 2 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Autolog Expeditions-und Logistik Gesellschaft mbH & Co OG	Austria	€1 00 Ordinary shares	0 000	99 900
Avenir Business Park S R O	Czech Republic	CZK1 00 Ordinary shares	0 000	100 000
Aviva (Peak No 1) UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva (Peak No 2) UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Annuity UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Asia Holdings Private Limited	Singapore	SGD1 00 Ordinary shares	0 000	100 000
Aviva Asia Pte Ltd	Singapore	SGD1 00 Sgd Ordinary \$1 shares	0 000	100 000
Aviva Asset Management Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Aviva Assicurazioni S p A	Italy	€5 16 Ordinary shares	0 000	100 000
AVIVA ASSURANCES, Société Anonyme d'Assurances Incendie, Accidents et Risques Divers	France	€45 74 Ord € 45 74 shares	0 000	100 000
Aviva Brands (No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Brands Ireland Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Aviva Brands Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Canada Inc	Canada	CAD0 00 Class A Common shares	0 000	100 000
		CAD0 00 Class B Common shares	0 000	100 000
		CAD0 00 Common shares	0 000	100 000
		CAD0 00 New Common shares	0 000	100 000
		CAD0 00 Special Common shares	0 000	100 000
Aviva Central Services UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Commercial Finance Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Company Secretarial Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Consumer Products UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Convertibles	France	€27 25 Ordinary shares	0 000	66 279
Aviva Credit Services UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Deposits UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Développement	France	€267 77 Ordinary shares	0 000	99 183
Aviva Direct Ireland Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Aviva Director Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Diversifie	France	€271 59 Ordinary shares	0 000	94 862
Aviva Domains Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Driving School Ireland Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Aviva Employment Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Epargne Retraite	France	€40 36 Ord € 40 36 shares	0 000	100 000
Aviva Equity Release UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Europe	France	€57 89 Ordinary shares	0 000	96 330
Aviva Europe SE	United Kingdom	€10,000 00 Ordinary shares	0 000	100 000
Aviva Europe Services France	France	€20 00 Ord € 20 shares	0 000	100 000
Aviva France	France	€40 00 Ord € 40 00 shares	0 000	99 989
Aviva Gestion SGIC SA	Spain	€1 00 Ordinary shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Aviva Global Services (Management Services) Private Ltd	Singapore	SGD1 00 Ordinary shares	0 000	100 000
Aviva Group Holdings Limited	United Kingdom	£10,000 00 Ordinary shares	100 000	
Aviva Group Ireland plc	Ireland	€0 30 Ordinary shares	0 000	100 001
Aviva Group Services Ireland Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Aviva Grupo Corporativo S L	Spain	€1 00 Ordinary shares	0 000	100 000
Aviva Health Group Ireland Limited	Ireland	€0 001 A Convertible shares	0 000	100 000
		€0 001 B Convertible shares	0 000	100 000
		€0 001 Ordinary shares	0 000	67 775
Aviva Health Insurance Ireland Limited	Ireland	€0 001 Convertible shares	0 000	100 000
		€0 001 Ordinary shares	0 000	100 000
Aviva Health UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Holdings (France) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Holdings CED II (Luxembourg) Sarl	Luxembourg	€100 00 Units shares	0 000	100 000
Aviva Insurance Company of Canada	Canada	CAD0 00 Common shares	0 000	100 000
		CAD0 00 Redeemable Preferred shares	0 000	100 000
Aviva Insurance Limited	United Kingdom	£10,000 00 Ordinary shares	0 000	100 000
Aviva Insurance Services UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Insurance UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva International Holdings Limited	United Kingdom	£10,000 00 Ordinary shares	0 000	100 000
Aviva International Insurance Limited	United Kingdom	£10,000 00 Ordinary shares	0 000	100 000
Aviva Investissements	France	€100 00 Ordinary €100 shares	0 000	100 000
AVIVA INVESTMENT ADVISORY SERVICES PRIVATE LIMITED	India	INR1 00 Equity shares	0 000	99 602
Aviva Investors (FP) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors (GP) Scotland Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Americas LLC*	United States	-	-	-
Aviva Investors Asia Pte Limited	Singapore	SGD1 00 Ordinary shares	0 000	100 000
Aviva Investors Canada Inc	Canada	CAD0 00 Common shares	0 000	100 000
Aviva Investors Central European Properties S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Aviva Investors Commercial Assets GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors EBC GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Aviva Investors Employment Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS ENERGY CENTRES NO 1 GP LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors European Renewable Energy S A	Luxembourg	€1 00 Ordinary shares	0 000	100 000
Aviva Investors France S A	France	€15 25 Ordinary shares	0 000	99 999
Aviva Investors Fund Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Funds SPC Ltd *	Cayman Islands	-	-	-
Aviva Investors Global Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS GR SPV 10 LIMITED	United Kingdom	£0 10 Ordinary shares	0 000	100 000
AVIVA INVESTORS GR SPV 11 LIMITED	United Kingdom	£0 10 Ordinary shares	0 000	100 000
AVIVA INVESTORS GR SPV 12 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV 13 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV 14 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV 4 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV 5 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS GR SPV 6 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS GR SPV 7 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS GR SPV 8 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV 9 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV1 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors GR SPV2 Limited	United Kingdom	£0 10 Ordinary shares	0 000	100 000
Aviva Investors GR SPV3 Limited	United Kingdom	£0 10 Ordinary shares	0 000	100 000
Aviva Investors Ground Rent GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Ground Rent Holdco Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Group Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Infrastructure GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Ireland Holdings Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Aviva Investors Ireland Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
Aviva Investors Jersey Unit Trusts Management Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Lion Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors London Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Aviva Investors Luxembourg	Luxembourg	€100 009 Euros Of Nominal Par Value shares	0 000	100 000
Aviva Investors Luxembourg Services S à r l	Luxembourg	€100 00 Ordinary shares	0 000	100 000
Aviva Investors Mercure	France	€525 83 D shares	0 000	99 519
Aviva Investors North America Holdings, Inc	United States	US\$1 00 Common Stock Of No Par Value shares	0 000	100 000
Aviva Investors Pacific Pty Ltd	Australia	AUD1 00 Ordinary shares	0 000	100 000
Aviva Investors Pensions Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Poland SA	Poland	PLZ2,000 00 Zlo Ord shares	0 000	100 000
Aviva Investors Poland Towarzystwo Funduszy Inwestycyjnych S A	Poland	PLZ10 00 A Ordinary shares	0 000	100 000
		PLZ10 00 B Ordinary shares	0 000	100 000
		PLZ10 00 C Ordinary shares	0 000	100 000
AVIVA INVESTORS POLISH RETAIL GP LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Properties Europe S A	Luxembourg	€1,000 00 Ordinary shares	0 000	100 000
Aviva Investors Property Developments Limited	United Kingdom	£0 10 Ordinary shares	0 000	100 000
Aviva Investors Property Fund Management Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Real Estate France S A	France	€16 00 Ordinary shares	0 000	100 000
Aviva Investors Real Estate Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS REALM ENERGY CENTRES GP LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS REALM INFRASTRUCTURE NO 1 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Securities Investment Consulting Company Limited	Taiwan	TWD0 00 'A' Ordinary shares	0 000	100 000
Aviva Investors Social Housing GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors Student Assets GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS UK CRESO GP LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors UK Fund Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors UK Funds Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS UK LT RED GP LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors UK Nominees Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Aviva Investors UK Real Estate Recovery (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors UK Real Estate Recovery (Nominee Two) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Investors UK Real Estate Recovery (Nominee) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS UK REAL ESTATE RECOVERY II (GENERAL PARTNER) LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
AVIVA INVESTORS UK REAL ESTATE RECOVERY II (NOMINEE) LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Italia Holding S p A	Italy	€5 16 Ordinary shares	0 000	100 000
Aviva Italia S p A	Italy	€1 00 Ordinary shares	0 000	90 403
Aviva Life & Pensions Ireland Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
Aviva Life & Pensions UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Life Holdings Ireland Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
Aviva Life Holdings UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Life Insurance Company Limited	Hong Kong	HKD1 00 Hk\$ Ord shares	0 000	100 000
Aviva Life Services Ireland Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Aviva Life Services UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Life SPA	Italy	€5 16 Ordinary shares	0 000	100 000
Aviva Ltd	Singapore	SGD0 00 Ordinary shares	0 000	100 000
Aviva Nominees UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Oblig International	France	€81 36 Ordinary shares	0 000	56 228
Aviva Oblirea	France	€77 48 Ordinary shares	0 000	64 196
Aviva Ocean Racing Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Overseas Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Participations	France	€9 00 Ord € 9 00 shares	0 000	100 000
Aviva Patrimoine	France	€57 29 Ordinary shares	0 000	97 263
AVIVA PATRIMOINE IMMOBILIER	France	€0 30 Ord € 0 30 shares	0 000	100 000
Aviva Pension Trustees UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Powszechnie Towarzystwo Emerytalne Aviva BZ WBK S A	Poland	PLZ10,000 00 Zlo, Ord, Series A shares	0 000	90 112

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
		PLZ10,000 00 Zlo, Ord, Series B shares	0 000	88 800
		PLZ10,000 00 Zlo, Ord, Series C shares	0 000	88 800
		PLZ10,000 00 Zlo, Ord, Series D shares	0 000	89 000
Aviva Previdenza S.p.A.	Italy	€0.52 Ordinary shares	0 000	100 000
Aviva Professional Services (Pty) Limited	South Africa	ZAR1.00 One Ordinary Of One Rand shares	0 000	100 000
Aviva Public Private Finance Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Aviva Re Limited	Bermuda	£1.00 Ordinary shares	0 000	100 000
Aviva Rendement Europe	France	€30.84 Ordinary shares	0 000	82 786
Aviva Risk Management Solutions UK Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Aviva Services Payment Limited	Ireland	€1.00 Ordinary shares	0 000	100 000
Aviva Services Spółka z ograniczoną odpowiedzialnością	Poland	PLZ1,000 00 Ordinary Of 1,000 Pln shares	0 000	100 000
Aviva Share Account Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Aviva Sigorta A.S.	Turkey	TRY0.10 A shares	0 000	100 000
		TRY0.10 B shares	0 000	99 999
		TRY0.10 C shares	0 000	95 549
Aviva Solutions	France	€20.00 Ord € 20.00 shares	0 000	100 000
Aviva Special PFI GP Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Aviva Spółka z ograniczoną odpowiedzialnością	Poland	PLZ500 00 Zlo Ordinary 500 Each shares	0 000	100 000
Aviva Staff Pension Trustee Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Aviva Towarzystwo Ubezpieczeń Na Życie S.A.	Poland	PLZ2,000 00 Zlo Ord Series G shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series A shares	0 000	89 900
		PLZ2,000 00 Zlo, Ord Series B shares	0 000	100 000
		PLZ2,000 00 Zlo, Ord Series C shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series D shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series E shares	0 000	90 018
		PLZ2,000 00 Zlo, Ord Series F shares	0 000	90 000
Aviva Towarzystwo Ubezpieczeń Ogólnych S.A.	Poland	PLZ2,000 00 Zlo, Ord Series A shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
		PLZ2,000 00 Zlo, Ord Series B shares	0 000	87 500
		PLZ2,000 00 Zlo, Ord Series C shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series D shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series E shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series F shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series G shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series H shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series I shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series K shares	0 000	90 000
		PLZ2,000 00 Zlo, Ord Series L shares	0 000	90 000
Aviva Training & Services SRL	Romania	ROL0 00 Ron Social Parts shares	0 000	100 000
Aviva Trust Company Channel Islands Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
Aviva Trustee Company Ireland Limited	Ireland	£1 25 Ordinary shares	0 000	100 000
Aviva UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva UKGI Investments Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aviva Undershaft One SE	Ireland	€10,000 00 Ordinary shares	0 000	100 000
Aviva Undershaft Three SE	Ireland	€0 30 Ordinary shares	0 000	100 000
Aviva Valeurs Francaises	France	€39 31 Ordinary shares	0 000	98 451
Aviva Valeurs Immobilières	France	€111 54 Ordinary shares	0 000	60 639
Aviva Vida y Pensiones, Sociedad Anonima de Seguros y Reaseguros (Sociedad unipersonal)	Spain	€3 04 Ordinary shares	0 000	100 000
AVIVA VIE, Société Anonyme d'Assurances Vie et de Capitalisation	France	€208 67 Ord € 208 67 shares	0 000	100 000
Aviva Warranty Services Inc	Canada	CAD0 00 Common shares	0 000	100 000
Aviva Wrap UK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
A-Win Insurance Ltd	Canada	0 00 Class B Voting Common shares	0 000	100 000
		0 00 Class C Non-voting Common shares	0 000	100 000
		0 00 First Non-voting Preferred shares	0 000	100 000
		0 00 Second Non-voting Preferred shares	0 000	100 000
Barwell Business Park Nominee Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Bay-Mill Specialty Insurance Adjusters Inc	Canada	CAD0 00 Common shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Betelgeuse (Sicav)	France	€32 18 Ordinary shares	0 000	99 922
Bluecycle com Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BOCM Kft*	Hungary	-	-	-
Buda Best Offices Kft	Hungary	HUF1 00 Registered Quota shares	0 000	100 000
Building a Future (Newham Schools) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Cardiff Bay (CPS) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
CARDIFF BAY GP LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Cardiff Bay Nominee 1 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Cardiff Bay Nominee 2 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Cargo Nord Objekt 10 - 12 GmbH & Co OG	Austria	€1 00 Ordinary shares	0 000	99 900
Cargo Nord Objekt 3 GmbH & Co OG	Austria	€1 00 Ordinary shares	0 000	99 900
CEIF Industrial Epsilon SRL	Romania	ROL10 00 Ron 10 shares	0 000	226 653
CEIF Industrial Gamma SRL	Romania	ROL10 00 Ron 10 shares	0 000	100 000
CEIF Luxembourg Sarl	Luxembourg	€25 00 Ordinary shares	0 000	100 000
CEIF Properties Sarl	Luxembourg	€100 00 Ordinary shares	0 000	100 000
Centaurus CER (Aviva Investors) Sarl	Luxembourg	€100 00 Ordinary shares	0 000	100 000
CGNU Life Assurance Limited	United Kingdom	£100 00 Ordinary shares	0 000	100 000
CGP Entrepreneurs	France	€20 00 Ordinary shares	0 000	100 000
CGU Group B V	Netherlands	€1 00 Ordinary shares	0 000	100 000
CGU International Holdings BV	Netherlands	€0 4538 Ord Eur 0 45 Each shares	0 000	100 000
CGU Project Services Private Limited	India	INR10 00 Rs 10 shares	0 000	100 000
Colby Investments Sp Z o o	Poland	PLZ500 00 Ordinary Of 500 Zlo shares	0 000	100 000
Commercial Union Capital Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Commercial Union Corporate Member Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Commercial Union do Brasil Representacoes Limitada	Brazil	BRL1 00 R\$1 Ord shares	0 000	100 000
Commercial Union Life Assurance Company Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Commercial Union Nominee Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Commercial Union Trustees Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Comerford Limited	United Kingdom	£1 00 A Ordinary shares	0 000	100 000
		£1 00 B Ordinary shares	0 000	100 000
		£1 00 Preference shares	0 000	100 000
Crane Investment Holdings PTE Ltd	Singapore	JPY1,000 00 A Ordinary shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Croissance Pierre II	France	€0.31 Ordinary shares	0 000	100 000
CZAR Management Limited	Ireland	€1.25 Ordinary shares	0 000	100 000
Darla Investments Spolka z o o	Poland	PLZ500 00 Ordinary Of 500 Zlo shares	0 000	100 000
DNV park s r o	Slovakia	€1.00 Ordinary shares	0 000	99 966
DollarDEX Investments Pte Ltd	Singapore	SGD1.00 Ordinary shares	0 000	100 000
DROC Livingston CP Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
East Point Reinsurance Company of Hong Kong Limited	Hong Kong	HKD10.00 HK\$ Ord shares	0 000	100 000
EBISU INVESTMENTS LIMITED	United Kingdom	£1.00 Ordinary shares	0 000	100 000
EES OPERATIONS 1 LIMITED	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Ejprovice Property Holding s r o	Czech Republic	CZK1.00 Ordinary shares	0 000	99 945
Elite Insurance Company	Canada	CAD25.00 Cdn Class A Pref shares	0 000	100 000
		CAD25.00 Cdn Class B Pref shares	0 000	100 000
		CAD100.00 Cdn Class C Pref shares	0 000	100 000
		CAD100.00 Cdn Class D Pref shares	0 000	100 000
		CAD100.00 Cdn Common shares	0 000	100 000
Encore + Bergkirchen S à r l	Luxembourg	€25.00 €25 shares	0 000	100 000
Encore + Logistica SL	Spain	€1.00 Ordinary shares	0 000	100 000
Encore + Logistics Spain BV	Netherlands	€100.00 Ordinary shares	0 000	100 000
Encore + Luxco Franklin II S a r l	Luxembourg	€25.00 Ordinary shares	0 000	100 000
Encore + Magenta Srl	Italy	€10,000.00 Ordinary Of Euro 100000 shares	0 000	100 000
Encore + Netherlands BV	Netherlands	€45.00 Ordinary shares	0 000	100 000
Encore + Rheinfelden S à r l	Luxembourg	€25.00 Ordinary shares	0 000	100 000
Encore + Spain I BV	Netherlands	€100.00 Ordinary shares	0 000	100 000
Encore Plus Lombardia Srl	Luxembourg	€25.00 Ordinary shares	0 000	100 000
Encore Plus Lux Co Diamants II S à r l	Luxembourg	€25.00 Ordinary shares	0 000	56 133
Encore Plus Lux Co Ile de la Jatte II S à r l	Luxembourg	€25.00 Ordinary shares	0 000	100 000
Encore Plus Lux Co Metzanne II S à r l	Luxembourg	€25.00 Ordinary shares	0 000	100 000
Encore Plus Properties I S à r l	Luxembourg	€100.00 €100 shares	0 000	100 000
Encore Plus Properties II S à r l	Luxembourg	€100.00 Ordinary Of 100 Eur shares	0 000	100 000
Encore Plus Properties III Sarl	Luxembourg	€100.00 Ordinary shares	0 000	100 000
Encore Plus Real Estate Bad Cannstatt S à r l	Luxembourg	€100.00 Ordinary shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Encore Plus Vaguada SL	Spain	€6 02 Ordinary shares	0 000	100 000
Epargne Actuelle	France	€10 00 Ordinary shares	0 000	100 000
EPI NU société à responsabilité limitée	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Exeter Estates Limited	Bahamas	£1 00 Ordinary shares	0 000	100 000
Fastighets AB Lagomstansen	Sweden	SEK100 00 Ordinary shares	0 000	100 000
Freestone	Poland	PLN50 00 Ordinary shares	0 000	100 000
FREETRICITY SOUTH EAST LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Fuku II Investment Holdings Pte Ltd	Singapore	JPY1 00 Ordinary shares	0 000	80 136
Fuku Investment Holdings Pte Ltd	Singapore	JPY1 00 Ordinary shares	0 000	100 000
FUKUT INVESTMENT HOLDINGS PTE LTD	Singapore	JPY Ordinary shares	0 000	79 887
FULLWOOD	Poland	PLN50 00 Ordinary shares	0 000	100 000
GA Life Property Ireland Limited	Ireland	€1 27 Ordinary shares	0 000	100 000
Galleries Bristol Nominee No 2 Limited/The	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Gaura Investments Sp z o o	Poland	PLZ500 00 Ordinary Of 500 Zlo shares	0 000	100 000
GEBPF (France) EURL	France	€1 00 Ordinary shares	0 000	100 000
GEBPF (France) SNC 6	France	€1 00 Ordinary shares	0 000	100 000
GEBPF Business Centre (France) S A S	France	€1 00 Ordinary shares	0 000	100 000
GEBPF Business Park (France) SARL	France	€1 00 Ordinary shares	0 000	1,000,000 000
General Accident Developments Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
General Accident Executor and Trustee Company Limited	United Kingdom	£4 00 Ordinary shares	0 000	100 000
General Accident plc	United Kingdom	£0 25 Ordinary shares	100 000	
German Retail I GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail II GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail III GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail Investment Properties Sarl	Luxembourg	€100 00 Ordinary shares	0 000	100 000
German Retail IV GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail IX GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail V GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail VII GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
German Retail VIII GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
Glass City Tokuteri Mokuteki Kaisya (TMK)	Japan	JPY50,000 00 Preferred Contribution	0 000	100 000
		Unit In Yen 50,000 shares		

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Gresham Insurance Company Limited	United Kingdom	JPY50,000 00 Specified Contribution Unit In Yen 50,000 shares	0 000	100 000
Grojecka Holdings Sp z o o	Poland	£1 00 Ordinary shares	0 000	100 000
Groupement d'Interet Economique du Groupe Aviva France	France	PLZ1 00 Ordinary Of 1 Zlo shares €15 25 Ord € 15 25 shares	0 000	100 000
Hamilton Life Assurance Company Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Hand in Hand Insurance Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
HCEPP DBP (Diamond Business Park) Sp zoo	Poland	PLZ500 00 Ordinary shares	0 000	100 000
Hemel Hempstead Estate Management Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Hexagone S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Hill House Hammond Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
Holloways Properties Limited	United Kingdom	£0 25 Ordinary shares	0 000	100 000
Homesun 2 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Homesun 3 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Homesun 4 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Homesun 5 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
HOMESUN LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Hong Kong Reinsurance Company Limited	Hong Kong	HKD100 00 Hk\$ Ord shares	0 000	100 000
		HKD1 00 Hk\$ Red Pref A shares	0 000	100 000
		HKD1 00 Hk\$ Red Pref B shares	0 000	100 000
Insurance Agent Service Inc	Canada	CAD0 00 Common shares	0 000	100 000
IOG Breclav Industrial Park S r o	Czech Republic	CZK1 00 Ordinary shares	0 000	100 000
IOG Ceslice Industrial Park s r o	Czech Republic	CZK1 00 Ordinary Of 1 Czk shares	0 000	100 000
IOG City Point 1 Sp zoo	Poland	PLN100 00 Ordinary shares	0 000	100 000
IOG Home Park Ingatlanhasznosito (Property Management) Kft	Hungary	HUF1 00 Ordinary Of 1 Huf shares	0 000	100 000
IOG Innovations Park Ingatlanhasznosito Kft	Hungary	HUF0 00 Ordinary Of 1 Huf shares	0 000	100 000
IOG Ipari (Industrial) Park Ingatlanhasznosito Kft	Hungary	HUF1 00 Ordinary Of 1 Huf shares	0 000	109 375
IOG Ivance Industrial Park S r o	Czech Republic	CZK1 00 Ordinary shares	0 000	100 000
IOG Pohorelice Industrial Park S r o	Czech Republic	CZK1 00 Ordinary Czk 1 Each shares	0 000	100 000
IOG Poland Park 1 Sp z o o	Poland	PLZ500 00 Ordinary Of 500 Zlo shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
IOG Sanitas Management sro	Czech Republic	CZK1 00 Ordinary Of 1 Koruna shares	0 000	100 000
IOG TKB Park Ingatlanhasznosito Kft	Hungary	HUF1 00 Ordinary shares	0 000	100 000
IOG Uhrneves Industrial Park s r o	Czech Republic	CZK1 00 Ordinary Of 1 Koruna shares	0 000	100 000
IOG Uzleti (Business) Park Ingatlanhasznosito Kft	Hungary	HUF1 00 Ordinary Of 1 Huf shares	0 000	112 903
IQUO Limited	United Kingdom	£1 00 A shares	0 000	100 000
IRE Hron Property Holding a s	Slovakia	€1 00 Ordinary shares	0 000	100 000
IRE Hron s r o	Slovakia	€1 00 Ordinary Each Eur 1 shares	0 000	100 000
Irydion Property Holdings S p z o o	Poland	PLZ1 00 Ordinary Of 1 Zlo shares	0 000	100 000
Karlovarska Holding s r o	Czech Republic	CZK1 00 Registered Quota shares	0 000	100 000
Knockanevin Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
Kou Investment Holdings Pte Ltd	Singapore	JPY1 00 Ordinary Of Jpy 1 00 shares	0 000	100 000
KOUT INVESTMENT HOLDINGS PTE LTD	Singapore	JPY1 00 Ordinary shares	0 000	79 887
Lancashire and Yorkshire Reversionary Interest Company Limited /The	United Kingdom	£9 25 Ordinary shares	0 000	100 000
Liljeholmsstrand Fastighets AB	Sweden	SEK1 00 Ordinary Of 1 Sek Per shares	0 000	100 000
Lime Property Fund (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Lime Property Fund (Nominee) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Locamat SAS	France	€15 25 Ord € 15 25 shares	0 000	100 000
LogAxes Austria II S à r l	Luxembourg	€100 00 Ordinary Eur 100,- Each shares	0 000	100 000
LogAxes Austria III S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
LogAxes Investment Properties S à r l	Luxembourg	€100 00 Ordinary shares	0 000	100 000
London and Edinburgh Insurance Company Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
M7 Distribution Center Kft	Hungary	HUF1 00 Ordinary Of 1 Huf shares	0 000	100 000
Martelli Inv Sp zoo	Poland	PLZ500 00 Ordinary Of Pln 500 shares	0 000	100 000
Matchtrack Limited	United Kingdom	£1 00 Ordinary shares	0 000	90 000
Matthew Parker Street (Nominee No 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Matthew Parker Street (Nominee No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Meguro Place Tokutei Mokuteki Kaisya (TMK)	Japan	JPY50,000 00 Preferred Contribution Unit Of Yen 50,000 shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
		JPY50,000 00 Specified Contribution Unit Of Yen 50,000 shares	0 000	100 000
Metropath Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Mill NU Developments (Conference Centre) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Mill NU Properties Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
Morley Properties Limited	United Kingdom	£0 25 Ordinary shares	0 000	100 000
National Home Warranty Group Inc	Canada	CAD0 00 Common shares	0 000	100 000
Navigator Investment Services Limited	Singapore	SGD1 00 S\$, Ord shares	0 000	100 000
Netherve Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NEW ENERGY RESIDENTIAL SOLAR LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
New Oxford Street (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
New Oxford Street (Nominee) Limited	United Kingdom	£1 00 Ordinary shares	0 000	90 000
Ninesevenfive Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NORTON ENERGY SLS LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Norwich Union (Mall GP) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Norwich Union (Shareholder GP) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Norwich Union Life Insurance Company Limited/The	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Norwich Union Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU 3PS Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU College for Canterbury Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Developments (Brighton) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Library For Brighton Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Bradford) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Chichester No 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Chichester No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Chichester No 3) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Chichester No 4) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Chichester No 5) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Chichester No 6) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (Farnham) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres (West Park) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Local Care Centres Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Offices for Redcar Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

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The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
NU Offices for Surrey Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Schools for Redbridge Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Technology and Learning Centres (Hackney) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NU Technology and Learning Centres Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NUPPP (Care Technology and Learning Centres) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NUPPP (GP) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NUPPP Hard Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
NUPPP Nominees Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Oasis Florenc Property Holding s r o	Czech Republic	CZK1 00 Registered Quota shares	0 000	100 000
OIS Ontario Insurance Service Limited	Canada	CAD0 00 Common shares	0 000	100 000
ORN Capital LLP	United Kingdom	£1 00 Capital Member shares	0 000	100 000
ORN Capital Management (Bermuda) Ltd	Bermuda	BMD1 00 Ordinary shares	0 000	100 000
ORN Capital Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
ORN Management Company Limited	Bermuda	US\$1 00 Ordinary shares	0 000	100 000
Otemachi Pte Ltd	Singapore	JPY1,000 00 Ordinary shares	0 000	100 000
Paddington Central III (GP) Limited	United Kingdom	£0 10 A Ordinary shares	0 000	100 000
		£0 10 B Ordinary shares	0 000	100 000
Peak Re Limited	Ireland	€1 27 Ordinary £1 27 shares	0 000	100 000
		£1 00 Ordinary £1 shares	0 000	100 000
Petunia SPA	Italy	€1 00 Ordinary 'A' shares	0 000	51 000
Pierrevenus	France	€0 00 Parther shares	0 000	83 531
Pilot Insurance Company	Canada	CAD0 00 Common shares	0 000	100 000
Polaris U K Limited	United Kingdom	£1 00 Ordinary shares	0 000	95 570
Premier Outlets Center Kft	Hungary	HUF1 00 Ordinary Of 1 Huf shares	0 000	100 000
Professional Advisory Holdings Ltd	Singapore	SGD A Ordinary shares	0 000	88 721
Professional Investment Advisory Services Pte Ltd	Singapore	SGD A Ordinary shares	0 000	100 000
PT ASTRA AVIVA LIFE	Indonesia	IDR1,000,000 00 Ordinary shares	0 000	54 545
Quarryvale One Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quarryvale Three Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Rabbit Kanda Tokutei Mokuteki Kaisha (TMK)	Japan	JPY50,000 00 Ordinary shares	0 000	100 000
		JPY50,000 00 Preferred shares	0 000	89 424
Rabbit Midosuji Tokutei Mokuteki Kaisha (TMK)	Japan	JPY50,000 00 Ordinary shares	0 000	100 000
		JPY50,000 00 Preferred shares	0 000	90 007

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
RAC Pension Trustees Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
RENEWABLE CLEAN ENERGY LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Reschop Carré Hattingen GmbH	Germany	€0 00 Ordinary shares	0 000	94 900
Reschop Carré Marketing GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
S&Y Insurance Company	Canada	CAD0 00 Common shares	0 000	100 000
Sapphire Actipark 1 S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Sapphire Actipark 2 S à r l	Luxembourg	€25 00 Ordinary Euro 25 Each shares	0 000	100 000
Sapphire Actipark SCI	France	€1 13 Ordinary shares	0 000	100 000
Sapphire Ile de France 1 S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Sapphire Ile de France 2 S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Sapphire Ile de France SCI	France	€1 23 Ordinary Euro 1 Each shares	0 000	100 000
Sapphire Lyon 1 S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Sapphire Lyon 2 S à r l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Sapphire Lyon SCI	France	€1 11 Ordinary shares	0 000	100 000
SARL du 7-13 Boulevard Paul Emile Victor	France	€1 00 Ordinary shares	0 000	100 000
SAS Core + Metz	France	€1 00 Ordinary shares	0 000	100 000
SAS Core + Tour Franklin	France	€1 00 Ordinary shares	0 000	100 000
SAS Core + Tour Franklin 2	France	€1 00 Ordinary shares	0 000	100 000
SC ASPC Domnesti Business Park SRL	Romania	ROL10 00 Nominative shares	0 000	100 000
SCI PESARO	France	FRF20 00 Ordinary shares	0 000	100 000
Scottish & York Insurance Co Limited	Canada	CAD0 00 Common shares	0 000	100 000
		CAD0 00 Preference shares	0 000	100 000
Selectnvie - Societe Civile Immobiliere	France	€0 04 Ord € 0 04 shares	0 000	100 000
Selectpierre - Société Civile	France	€0 15 Ordinary shares	0 000	100 000
Services D'Assurance Youville Inc	Canada	CAD0 00 Class A Common shares	0 000	100 000
SOCIETE CIVILE IMMOBILIERE MONTAIGNE	France	€20 00 Ordinary shares	0 000	100 000
Societe Concessionnaire des Immeubles de la Pepiniere	France	€76 23 Ord € 76 23 shares	0 000	99 997
Société Française de Gestion et d'Investissement	France	€31 00 Ordinary shares	0 000	57 099
SOLAR CLEAN ENERGY LIMITED	United Kingdom	£0 01 Ordinary shares	0 000	100 000
Solus (London) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Solus Automotive Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
TGHC LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
The Designer Retail Outlet Centres (Livingston) General Partner Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
The Designer Retail Outlet Centres (York) General Partner Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
The Forum, Horsham (No 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
The Forum, Horsham (No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
The Ocean Marine Insurance Company Limited	United Kingdom	£25 00 Ordinary shares	0 000	100 000
The Square Brighton Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Tortise Kanda Godo Kaisha (GK)	Japan	JPY1 00 Ordinary shares	0 000	100 000
Tortise Midosuji Godo Kaisha (GK)	Japan	JPY1 00 Ordinary shares	0 000	100 000
Traders General Insurance Company	Canada	CAD0 00 Common shares	0 000	100 000
Tyne Assets (No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Tyne Assets Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Uffrance Gestion	France	€15 30 Ordinary shares	0 000	100 000
Uffrance Patrimoine	France	€15 25 Ordinary shares	0 000	100 000
Undershaft (No 2) B V	Netherlands	€45 00 Aus Convertible Redeemable Preference shares	0 000	100 000
		€45 00 Nz Convertible Redeemable Preference shares	0 000	100 000
		€45 00 Ordinary shares	0 000	100 000
Undershaft (NUCM) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Undershaft (NULLA) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Undershaft ALIUK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Undershaft ALUK Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Undershaft Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Union Financière de France Banque	France	€0 9528 Ordinary shares	0 000	75 930
Uždaroji akcinė gyvybės draudimo ir pensijų bendrovė "Aviva Lietuva" (Joint Stock Limited Life Insurance and Pension Company "Aviva Lietuva")	Lithuania	LTL10 00 Ordinary shares	0 000	100 000
Vanwall 2 Management Company Limited*	United Kingdom	-	-	-
Victoire Immo 1- Société Civile	France	€0 15 Ordinary shares	0 000	100 000
Victoire Sirius (Sicav)	France	€352,733 00 Ordinary shares	0 000	98 937
Victor Hugo 1 S à r l	Luxembourg	€25 00 Ordinary Each Eur 25 shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Victor Hugo 2 S à r l	Luxembourg	€1 00 Ordinary shares	0 000	100 000
Victoria Reinsurance Company Ltd	Barbados	CAD0 00 Common shares	0 000	100 000
Voltaire S A S	France	€15 25 Ord € 15 25 shares	0 000	100 000
Wayfarer Insurance Brokers Limited	Canada	CAD Common shares	0 000	100 000
Welsh Insurance Corporation Limited/The	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Wisniowy A Property Holdings Sp z o o	Poland	PLZ1 00 Ordinary Of 1 Zlo shares	0 000	100 000
Wood Lane (Stadium) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Xavier Investments Sp Zoo	Poland	PLZ1 00 Ordinary Of Pln 1 shares	0 000	100 000
XEL Retail Group Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Yorkshire Insurance Company Limited /The	United Kingdom	£0 25 Ordinary shares	0 000	100 000

* No share class information available

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Joint Ventures (produced as at 30/09/2014)

Name of Undertaking	Principle place of business address	Capital % owned by Group	Notes
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Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Associated Undertakings (produced as at 30/09/2014)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
169 Holdings Inc	Canada	CAD Class C Common shares	0 000	100 000
		CAD Class D Preferred shares	0 000	100 000
		CAD Class E Preferred shares	0 000	100 000
2-10 Mortimer Street (GP No 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
2-10 Mortimer Street GP Limited	United Kingdom	£1 00 'B' Ordinary shares	0 000	100 000
Actis China Investment Company Limited	Mauritius	US\$1 00 Us\$ A shares	0 000	50 000
AFER - SFER	France	€32 29 Ordinary shares	0 000	49 958
Agents 3A	France	€16 00 Ordinary shares	0 000	50 000
Ahorro Andaluz, S A	Spain	€601 01 Ordinary shares	0 000	100 000
Airport Property GP (No 2) Limited	United Kingdom	£0 00 A Ordinary shares	0 000	100 000
		£0 00 B Ordinary shares	0 000	100 000
AIRPORT PROPERTY H1 LIMITED	United Kingdom	£1 00 B Ordinary shares	0 000	100 000
Antarius	France	€16 00 Ord € 16 shares	0 000	50 000
Apia Nominee 1 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Apia Nominee 2 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Apia Regional Office Fund (General Partner) Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
Apia Regional Office Fund (No 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Aspire Financial Management Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Avipop Assicurazioni SpA	Italy	€1 00 Ordinary shares	0 000	50 000
Avipop Vita SpA	Italy	€1 00 Ordinary shares	0 000	100 000
Aviva Assicurazioni Vita SpA	Italy	€0 52 Ordinary shares	0 000	50 000
Aviva Italia Servizi Scarl	Italy	€1 00 Ordinary shares	0 000	99 997
Aviva Life Insurance Company India Limited	India	INR10 00 Ordinary shares	0 000	26 000
Aviva SPA	Italy	€5 16 Ordinary shares	0 000	51 000
Aviva Vita S p A	Italy	€1 00 Ordinary shares	0 000	50 000
Aviva-Cofco Life Insurance Co Ltd	China	CNY1 00 Ordinary shares	50 000	
Aviva-COFCO Yi Li Asset Management Co Ltd	China	CNY1 00 Ordinary shares	0 000	41 000
AvivaSA Emeklilik ve Hayat	Turkey	TRY1 00 Ordinary Class B shares	0 000	100 000
		TRY1,000 00 TI Ord A shares	0 000	100 000
Ballard Investment Company Limited	United Kingdom	£1 00 Ordinary shares	0 000	25 094
		£1 00 Preference shares	0 000	25 100
Banca Network Investimenti SPA	Italy	€1 00 Ordinary shares	0 000	49 989

Date 30/09/2014

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BIGG REGENERATION (GENERAL PARTNER) LIMITED	United Kingdom	£1 00 A Ordinary shares	0 000	100 000
Blueprint (General Partner) Limited	United Kingdom	£1 00 B Ordinary shares	0 000	100 000
Blueprint (Nominees) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BMG (Livingston) General Partner Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BMG (Mansfield) General Partner Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BMG (MANSFIELD) LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BMG (York) General Partner Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BMG (York) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BMG (York) Partnership Trustco Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Bristol and Bath Science Park Estate Management Company Limited	United Kingdom	£1 00 Ordinary-d shares	0 000	100 000
Businesspark Hildener Kreuz Verwaltungs GmbH	Germany	€25 00 Ordinary shares	0 000	100 000
BZ WBK - Aviva Towarzystwo Ubezpieczen Ogolnych SA	Poland	PLZ1,000 00 Ordinary shares	0 000	50 000
BZ WBK-Aviva Towarzystwo Ubezpieczeń na Życie Spółka Akcyjna	Poland	PLZ1,000 00 Series A Ordinary shares	0 000	32 161
		PLZ1,000 00 Series B Ordinary shares	0 000	50 000
Caja Espana Vida, Compania de Seguros y Reaseguros	Spain	€601 02 A Ordinary shares	0 000	50 000
		€300 51 B Ordinary shares	0 000	50 000
Caja Granada Vida, Compañía de Seguros y Reaseguros Sociedad Anonima	Spain	€180 00 A Ordinary shares	0 000	50 000
		€90 00 B Ordinary shares	0 000	94 340
CajaMurcia Vida y Pensiones de Seguros y Reaseguros SA	Spain	€0 00 Insurance Company shares	0 000	50 000
Cambridge Retail Park (GP) Limited	Jersey	£1 00 A Ordinary shares	0 000	100 000
Cambridge Retail Park (Nominee No 2) Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
Cambridge Retail Park (Nominee) Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
CARILLION-IGLOO LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	50 000
Carillon-Igloo Nominees Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Clypeus Iberia S L (Sociedad Unipersonal)	Spain	€1 00 Ordinary shares	0 000	100 000
Colnbrook General Partner Limited	United Kingdom	£0 00 Ordinary shares	0 000	100 000
Colnbrook Nominee Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Croissance Immo	France	€250 00 Ordinary shares	0 000	45 956
CXG AVIVA CORPORACIÓN CAIXAGALICIA DE SEGUROS Y REASEGUROS SA	Spain	€6 02 Ordinary shares	0 000	50 000
Designer Retail Outlet Centres (General Partner) Limited/The	United Kingdom	£1 00 A Ordinary shares	0 000	100 000
Devon Nominees (No 1) Limited	United Kingdom	£0 00 Ordinary shares	0 000	100 000
Devon Nominees (No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Devon Nominees (No 3) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Eólica Almatret S L	Spain	€2,861 9427 Ordinary shares	0 000	50 000
Finoa Srl	Italy	€1 00 Quota shares	0 000	50 000
First-Aviva Life Insurance Co , Ltd	Taiwan	TWD10 00 Ordinary shares	0 000	49 000
Fitzroy Place GP 2 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Fitzroy Place Management Co Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
FITZROY PLACE RESIDENTIAL LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
FREE SOLAR (STAGE 1) LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
FREE SOLAR (STAGE 2) LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
FREE SOLAR HOLDCO LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	50 000
GEBPF Barcelona (Spain) S L (Sociedad Unipersonal)	Spain	€3,006 00 Ordinary shares	0 000	100 000
GEBPF Finance (Lux) S ar l	Luxembourg	€25 00 Ordinary shares	0 000	100 000
GEBPF Marseille (France) SARL	France	€1 00 Ordinary shares	0 000	100 000
GEBPF Property (Netherlands) BV	Netherlands	€1 00 Ordinary shares	0 000	100 000
Goodman Business Park Fund Dusseldorf Development Verwaltungs GmbH	Germany	€25 00 Ordinary shares	0 000	100 000
Goodman European Business Park Fund (Lux) S ar l	Luxembourg	€25 00 Ordinary shares	0 000	42 229
Health & Case Management Limited	United Kingdom	£0 10 Ordinary shares	0 000	100 000
Healthcode Limited	United Kingdom	£1 00 Preference shares	0 000	100 000
	United Kingdom	£1 00 Ordinary 'C' shares	0 000	100 000
		£1 00 Ordinary 'E' shares	0 000	20 000
Iberia Mandarache S L (Sociedad Unipersonal)	Spain	€1 00 Ordinary shares	0 000	100 000
Igloo Regeneration (General Partner) Limited	United Kingdom	£1 00 A Ordinary shares	0 000	100 000
Igloo Regeneration (Nominee) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Igloo Regeneration Developments (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Igloo Regeneration Developments (Nominees) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Lend Lease JEM Partners Fund Limited	Bermuda	SGD1,000 00 Ordinary shares	0 000	22 500
LOGIPERRE 1	France	€200 00 Ordinary shares	0 000	44 460
LUC Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	25 000
Mortimer Street Associated Co 1 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Mortimer Street Associated Co 2 Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
MORTIMER STREET NOMINEE 1 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
MORTIMER STREET NOMINEE 2 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
MORTIMER STREET NOMINEE 3 LIMITED	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Norwepp (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Paddington Central IV Property Adviser Limited	United Kingdom	£1 00 B Ordinary shares	0 000	100 000
Paragon Insurance Company Guernsey Limited	United Kingdom	£1 00 A Ordinary shares	0 000	100 000
PELAYO VIDA SEGUROS Y REASEGUROS SOCIEDAD ANONIMA	Guernsey	£1 00 Ordinary shares	0 000	100 000
	Spain	€23 03 Ordinary shares	0 000	50 000
Porth Teigr Management Company Limited	United Kingdom	£1 00 B Ordinary shares	0 000	100 000
Primonial Real Estate Investment Management	France	€100 00 Ordinary shares	0 000	32 254
Quantum Property Partnership (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	50 000
Quantum Property Partnership (Nominee) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus (General Partner) Limited	United Kingdom	£1 00 'B' Ordinary shares	0 000	100 000
Quercus (Nursing Homes No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus (Nursing Homes) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus GP Holdco Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus Housing (No 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus Housing (No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus No 2 (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus Nursing Homes 2001 (A) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus Nursing Homes 2001 (B) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus Nursing Homes 2010 (C) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Quercus Nursing Homes 2010 (D) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
RDA Inc	Canada	CAD Class A Common shares	0 000	25 651
		CAD Class B Common shares	0 000	100 000
		CAD Class R Special shares	0 000	100 000
Rentiber Internacional S A (Sociedad Unipersonal)	Spain	€24,354,051 00 Ordinary shares	0 000	100 000

Aviva plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Rugby Radio Station (General Partner) Limited	United Kingdom	£1 00 'B' Ordinary shares	0 000	100 000
Rugby Radio Station (Nominee) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Sarl French Core + Two	France	£1 00 Ordinary shares	0 000	38 842
SCI Aix en Provence	France	£10 00 Ordinary shares	0 000	100 000
SCI Bondy Nord	France	£15 24 Ordinary shares	0 000	100 000
SCI Buchelay 78	France	£15 24 Ordinary shares	0 000	100 000
SCI CAMPUS MEDICIS ST DENIS	France	£1,000 00 Ordinary shares	0 000	30 000
SCI Cormontreuil	France	£15 24 Ordinary shares	0 000	100 000
SCI JPS Bondy Senior	France	£20 00 Ordinary shares	0 000	100 000
Selectpierre 1	France	£800 00 Ordinary shares	0 000	29 697
Selectpierre 2	France	£200 00 Ordinary shares	0 000	22 164
Serviced Offices UK GP Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
Serviced Offices UK Nominee Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Shepperton Studios (General Partner) Limited	United Kingdom	£1 00 'A' Ordinary shares	0 000	100 000
Sinfonia Asset Management Limited	United Kingdom	£0 0001 Ordinary shares	0 000	100 000
Sinfonia Direct Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Société Civile Immobilière « CARPE DIEM »	France	£20 00 Ord € 20 shares	0 000	50 000
Southgate General Partner Limited	United Kingdom	£1 00 A Ordinary shares	0 000	100 000
Southgate LP (Nominee 1) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Southgate LP (Nominee 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Tenet Business Solutions Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Tenet Client Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Tenet Group Limited	United Kingdom	£0 0001 B Ordinary shares	0 000	24 350
Tenet Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
TenetConnect Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
TenetConnect Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
TenetFinancial Solutions Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
TenetLime Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
TenetSelect Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Thames Tokutei Mokuteki Kaisya *	Japan	-	-	-
TSS Accounts Limited	United Kingdom	£0 01 A Ordinary shares	0 000	100 000
Uffrance Immobilier	France	£153 00 Ordinary shares	0 000	20 398

Aviva plc
The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Unicorp Vida, Compania de Seguros y Reaseguros Sociedad Anonima	Spain	€6 01 A Ordinary shares	0 000	157 239
UNITAIR GENERAL PARTNER LIMITED	United Kingdom	£1 00 B Ordinary shares	0 000	100 000
Valentine Vallee Development SCS	France	€1 00 Ordinary shares	0 000	100 000
Vauban Developpement Realisations SNC	France	€10 00 Ordinary shares	0 000	100 000
Vauban Developpement SARL	France	€50 00 Ordinary shares	0 000	100 000
Vauban Properties SARL	France	€100 00 Ordinary shares	0 000	96 000
Vietinbank Aviva Life Insurance Company Limited	Vietnam	VND0 00 Non-listed shares	0 000	50 000
Vip Conseils	France	€20 00 Ordinary shares	0 000	34 050
Westmount Guarantee Services Inc	Canada	CAD Class A Common shares	0 000	33 333
		CAD Class A Preferred shares	0 000	30 000

* No share class information available

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The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008
(Schedule 4. Part 3)

Significant other holdings (produced as at 30/09/2014)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group company, if different
Inowest Insurance Brokers Inc	Canada	CAD0 00 Class 'A' Single Voting Common shares	0 000	47 500
		CAD0 00 Class 'C' Non-voting Common shares	0 000	100 000
RDA Corp	Canada	CAD Class B Common shares	0 000	100 000
		CAD Class R Special shares	0 000	100 000
Swan Valley Management Limited	United Kingdom	£1 00 A shares	0 000	50 000