Docusign Envelope ID: 3C70B3BC-950C-8242-829E-9CCAC12D58AF

In accordance with Section 708 of the Companies Act 2006.

DON'T STAPLE

SH06

Notice of cancellation of shares

Companies House

✓ **What this form is for**
You may use this form to give notice of a cancellation of shares by a limited company on purchase

✗ **What this form is NOT for**
You cannot use this form to give notice of a cancellation of shares held by a public company under section 663 of the Companies Act 2006. To do this, please use form SH07.

For further information, please refer to our guidance at gov.uk/companieshouse

1 Company details

Company number: 1 1 4 2 8 3 0

Company name in full: 3i Group plc

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

All fields are mandatory unless specified or indicated by *

2 Date of cancellation

Date of cancellation: d 0 d 2 m 1 m 0 y 2 y 0 y 2 y 6

3 Shares cancelled

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares cancelled	Nominal value of each share
Ordinary shares of 73 19/22p	113,122	73.86363636p

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4 Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's share capital immediately following the cancellation.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation page
Please use a Statement of Capital continuation page if necessary.

Currency table A

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
GBP	Ordinary shares of 73 19/22p	1,023,285,831	£755,836,125.17	
	Totals	1,023,285,831	£755,836,125.17	

Currency table B

	Totals			

Currency table C

	Totals			

Total issued share capital table

Complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	**Total number of shares**	**Total aggregate nominal value** Show different currencies separately. For example: £100 + €100 + $10	**Total aggregate amount unpaid** ❶ Show different currencies separately. For example: £100 + €100 + $10
Grand total	1,023,285,831	£755,836,125.17	

❶ **Total aggregate amount unpaid**
Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share	Ordinary shares of 73 19/22p
Prescribed particulars ❶	The ordinary shares of 73 19/22p each have attached to them full voting rights. They also have full dividend and capital distribution (including on winding up) rights. The shares do not confer any rights of redemption.
Class of share	
Prescribed particulars ❶	
Class of share	
Prescribed particulars ❶	

❶ Prescribed particulars of rights attached to shares
The particulars are:
a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

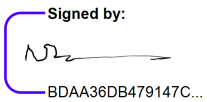
A separate table must be used for each class of share.

Continuation pages
Please use a Statement of Capital continuation page if necessary.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature
X 

X

This form may be signed by:
Director❷, Secretary, Person authorised❸, Administrator , Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ 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.

❸ Person authorised
Under either section 270 or 274 of the Companies Act 2006.

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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: Group Secretariat

Company name: 3i Group plc

Address: 1 Knightsbridge

Post town: London

County/Region:

Postcode: S W 1 X 7 L X

Country:

DX:

Telephone:

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have completed section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

Important information

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

Where to send

You can upload certain forms to Companies House instead of sending them by post.

If you need to post your form, you must send it to the correct address.

For more information on where to send the form visit:

gov.uk/companies-house/offices

Further information

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

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