



Replacement of document not meeting requirements for proper delivery

What this form is for

You can only use this form to file a replacement of a document that was previously delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 and was either not properly delivered or contained unnecessary material.

RPO1

Replacement of document not meeting requirements for proper delivery



Companies House

✓ **What this form is for**
You can only use this form to file a replacement of a document that was previously delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 and was either not properly delivered or contained unnecessary material.

✗ **What this form is NOT for**
You cannot use this form to change information in a previously filed document, or to replace a document delivered under Part 25 of the Companies Act 2006—Company Charges.

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

1 Company details

Company number

Company name in full

→ Filling in this form

Please complete in typescript or in bold black capitals.

2 Description of the original document

Document type ①

① Description of the original document

Please enter the document type (e.g. articles of association) and any distinguishing information if more than one document of that type was filed on the same day.

Date of registration of the original document

^d ^d ^m ^m ^y ^y ^y ^y

3 Replacement filing statement ②

Select the statement that applies to the replacement filing:

I am filing this replacement on behalf of the company, and I confirm that the replacement information is properly delivered.

I filed the original document and confirm that the replacement information is properly delivered.

② Replacement filing statement

A replacement document must only be filed where:

- a document has previously been delivered and that document was not properly delivered
- that document contained unnecessary material

RP01

Replacement of document not meeting requirements for proper delivery



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

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



Checklist

Please make sure you have remembered the following:

- You have fully completed section 2 'Description of the original document'.
- You have selected a statement that applies to the replacement filing in section 3.
- If you are replacing a document where you have previously paid a fee, do not send a fee along with this form.
- You have enclosed the replacement document.
- If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you **must** also deliver with this form and the replacement document a PR03 form 'Consent for paper filing'.



Important information

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



How to send your form

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 our website: **gov.uk/companieshouse**

In accordance with Section 555 of the Companies Act 2006.

SH01

Return of allotment of shares



Go online to file this information
www.gov.uk/companieshouse

What this form is for
 You may use this form to give notice of shares allotted following incorporation.

What this form is NOT for
 You cannot use this form to give notice of shares taken by subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company.

For further information, please refer to our guidance at www.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 Allotment dates ¹

From Date	d	3	d	0	m	0	m	1	y	2	y	0	y	2	y	6
To Date	d		d		m		m		y		y		y		y	

1 Allotment date
 If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares. (Please use a continuation page if necessary.)

2 Currency
 If currency details are not completed we will assume currency is in pound sterling.

Currency ²	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	Ordinary shares of 73 19/22p	31,353,859	73.863636364p	£31.89	

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page
 Please use a continuation page if necessary.

Details of non-cash consideration.
 If a PLC, please attach valuation report (if appropriate)

On 30th January 2026, 3i Group plc entered into an agreement with GIC to purchase a limited partnership interest representing approximately 2.94% of Action equity in exchange for the issue of 31,353,859 new ordinary shares of 73 19/22 pence in 3i Group PLC.

SH01

Return of allotment of shares

4 Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

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

Please use a Statement of Capital continuation page if necessary.

Currency	Class of shares <small>E.g. Ordinary/Preference etc.</small>	Number of shares	Aggregate nominal value <small>(£, €, \$, etc)</small> <small>Number of shares issued multiplied by nominal value</small>	Total aggregate amount unpaid, if any (£, €, \$, etc) <small>Including both the nominal value and any share premium</small>
Currency table A				
GBP	Ordinary shares of 73 19/22p	1,024,689,379	£756,872,836.76	
Totals		1,024,689,379	£756,872,836.76	0.00
Currency table B				
Totals				
Currency table C				
Totals				
Totals (including continuation pages)		1,024,689,379	£756,872,836.76	0.00

① Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

SH01

Return of allotment of shares

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 ①	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 ①	
Class of share	
Prescribed particulars ①	

① 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 page

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

Signed by:

Angelika Vermeulen

ECA85FBB67F0444...

X

This form may be signed by:
 Director ② Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

② 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.

③ Person authorised

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

SH01

Return of allotment of shares



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

Company name **3i Group plc**

Address **1 Knightsbridge**

Post town **London**

County/Region

Postcode

S	W	1	X		7	L	X
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Country

DX

Telephone



Checklist

We may return the 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 shown the date(s) of allotment in section 2.
- You have completed all appropriate share details in 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 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.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 www.gov.uk/companieshouse