In accordance with Section 555 of the Companies Act 2006. **SH01**

BLUEPRINT

OneWorld

Return of allotment of shares

You can use the WebFiling service to file this form online. Please go to www.companieshouse.gov.uk What this form is for What this form is NOT for For further information, please You may use this form to give You cannot use this form to give refer to our guidance at notice of shares allotted following notice of shares taken by subscribers www.companieshouse.gov.uk incorporation. on formation of the company or for an allotment of a new class of shares by an unlimited company. Company details → Filling in this form Company number 4 3 Please complete in typescript or in bold black capitals. Company name in full 3i Group plc All fields are mandatory unless specified or indicated by * Allotment dates • ^d9 From Date Allotment date If all shares were allotted on the To Date 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. Shares allotted Please give details of the shares allotted, including bonus shares. Currency If currency details are not completed we will assume currency is in pound sterling. Amount (if any) Number of Nominal value of Amount paid Class of shares Currency 20 unpaid (including (E.g. Ordinary/Preference etc.) shares allotted each share (including share premium) share premium) 27,959 Ordinary shares of 73 19/22p 73 19/22 p 371.5p If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted. Details of non-cash consideration. If a PLC, please attach valuation report (if appropriate)

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Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return.

	company s issued c	apital at the date of th	iis return.				
4	Statement of ca	apital (Share capit	al in pound sterling (£))	d qua	II/E	
Please complete the ta issued capital is in ster			ld in pound sterling. If all you to Section 7 .	our	I VII		
Class of shares (E.g. Ordinary/Preference etc.)		Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of sha	res ②	Aggregate nominal value 3	
Ordinary shares of 73 19/22p		154.35p		972,052,754		£ 717,993,511.48	
						£	
						£	
						£	
			Totals	972,052,754		£ 717,993,511.48	
5	Statement of ca	apital (Share capit	al in other currencies)		(Ivania)		
Please complete the ta Please complete a sepa Currency			in other currencies.				
Class of shares (E.g. Ordinary / Preference etc.)		Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②		Aggregate nominal value 3	
			Totals				
			1077				
Currency							
Class of shares (E.g. Ordinary/Preference etc.)		Amount paid up on each share	Amount (if any) unpaid on each share 10	Number of shares ②		Aggregate nominal value	
			Totals				
6	Statement of ca	apital (Totals)					
	Please give the total number of shares and total aggregate nominal value of issued share capital.				Total aggregate nominal value Please list total aggregate values in different currencies separately. For		
Total number of shares				: : : : : : : : : : : : : : : : : : :		£100 + €100 + \$10 etc.	
Total aggregate nominal value @							
Including both the noming share premium.Total number of issued signal.		E.g. Number of shares in nominal value of each states.	share. Plea	tinuation Paga se use a Statem e if necessary.		al continuation	

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7	Statement of capital (Prescribed particulars of rights attached to sh	ares)			
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5 .	Prescribed particulars of rights attached to shares			
Class of share	Ordinary shares of 73 19/22p	The particulars are: a particulars of any voting rights,			
Prescribed particulars	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.	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 and any terms or conditions relating			
Class of share		to redemption of these shares.			
Prescribed particulars		A separate table must be used for each class of share. Continuation page Please use a Statement of Capital continuation page if necessary.			
Class of share					
Prescribed particulars					
8	Signature				
Signature	I am signing this form on behalf of the company. Signature This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	 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. Person authorised Under either section 270 or 274 of the Companies Act 2006. 			

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 Jackie Harper								
Company name	3i Grou	p plc						
Address 16 P	alace S	treet						
	ndon							
County/Region								
Postcode	S	W	1	E		5	J	D
Country	- HTS							
DX								
Telephone 02	0 7975	3530						

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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 appropriate 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, First Floor, Waterfront Plaza, 8 Laganbank Road, Belfast, Northern Ireland, BT1 3BS. DX 481 N.R. Belfast 1.

î 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