Business review

Private Equity
Performance overview

Gross investment return
£5,303m or 23%

(2025: £5,113m or 26%)

Portfolio dividend income
£281m

(2025: £450m)

Investment
£2,642m

(2025: £1,177m)

Percentage of portfolio by value growing earnings
96%[1]

(2025: 97%)

Realised proceeds
£1,502m

(2025: £1,827m)

Portfolio value
£29,707m

(2025: £23,558m)

1 LTM adjusted earnings to 31 December 2025, includes 27 portfolio companies.

We invest our proprietary capital in mid-market businesses headquartered in Europe and North America. Once invested, we work closely with our portfolio companies to deliver growth plans and aim to compound value from our best investments over the longer term.

Against ongoing geopolitical uncertainty, and a subdued macroeconomic backdrop across Europe and North America, our Private Equity portfolio delivered a GIR of £5,303 million, or 23%, on the opening portfolio value (2025: £5,113 million or 26%) in the year to 31 March 2026. This return included an £806 million foreign exchange translation gain, net of a loss from foreign exchange hedging.

Action remains the standout Private Equity performer, delivering another strong year, generating a GIR of £4,510 million, or 25% of its opening value. During the year, we increased our stake in Action, for cash and non-cash consideration. We also received significant proceeds from Action following another successful refinancing event. Royal Sanders delivered a further year of strong organic growth and continued its buy-and-build momentum, resulting in a significant contribution to our Private Equity return. We also invested additional capital into the business.

The broader portfolio saw important contributions from our other consumer and private label assets, which continue to demonstrate good momentum. Our healthcare portfolio delivered a largely positive performance, albeit the return was impacted by a significant product transition in its largest asset, while our industrial assets continued to generate cash dividends. Our services and software assets remained resilient despite wider market pressures, including the advancement of AI.

Table 1:

Gross investment return for the year to 31 March

Investment basis	2026 £m	2025 £m
Realised profits over value on the disposal of investments	**89**	50
Unrealised profits on the revaluation of investments	**4,080**	4,803
Dividends	**281**	450
Interest and fee income from investments	**47**	83
Foreign exchange on investments	**811**	(340)
Movement in fair value of derivatives	**(5)**	67
Gross investment return	**5,303**	5,113
Gross investment return as a % of opening portfolio value	**23%**	26%

Investment activity in FY2026 was focused on further investment across the existing portfolio, alongside enhancing value through four bolt-on acquisitions. In addition to proceeds received from Action, we completed two portfolio company realisations, each achieving money multiples above our return target of 2x.

Private Equity continued

Long-term hold portfolio companies

IN FOCUS: ACTION

A long-term compounder

Action, one of the largest non-food discount retailers in Europe, now operates more than 3,300 stores across 15 countries. In 2025, the company welcomed an average of 21.6 million visitors per week, a new record for the business, and generated net sales of €16 billion.

Private Equity continued
Long-term hold portfolio companies continued

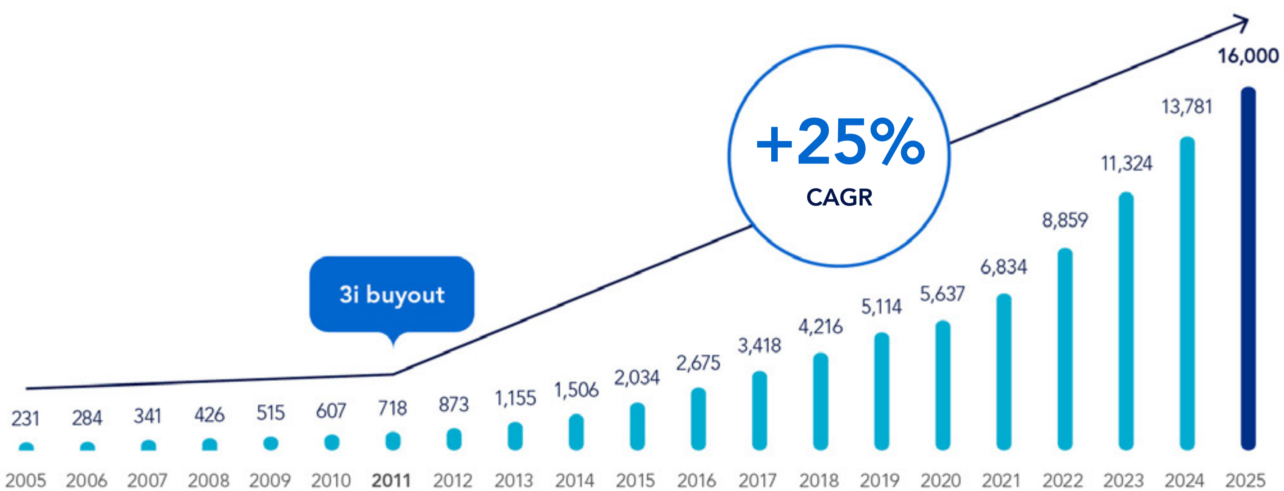
Action's unique customer proposition

Action's winning formula of good-quality products at the lowest prices continues to resonate strongly with customers and, in 2025, Action saw a record average number of weekly store visits from its customers. Underpinning this customer proposition are the economies of scale Action achieves, enabling the company to pass these benefits back to customers in the form of consistently lower prices. Approximately two thirds of its products are retailed at a price point of less than €2.

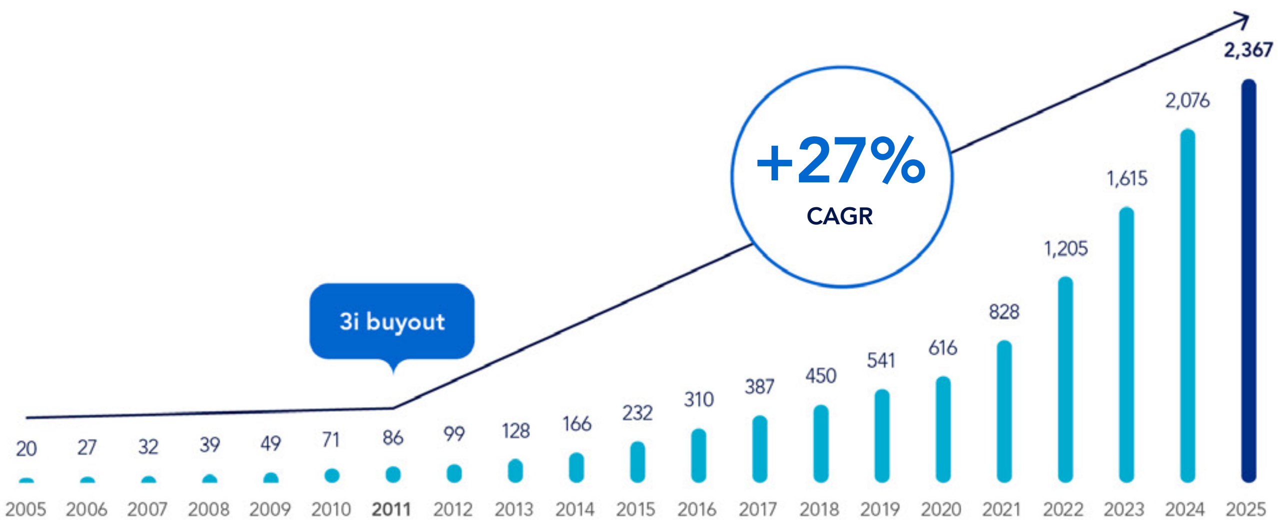
21.6m

Average number of customers visiting Action stores weekly

Net sales[1] (€m)



Operating EBITDA[1] (€m)



1 Source: Company information. Includes the impact of 53rd week in 2015 and 2020.

Private Equity continued
Long-term hold portfolio companies continued

Good-quality affordable products

Action offers over 6,000 products across 14 categories. One third of this assortment typically comprises everyday essentials and two thirds a variable selection that reflects customer preferences and seasonal trends. Across its product range, Action continued to receive multiple awards in 2025, demonstrating the quality and value of its offering.

>6,000
products

14
categories

Private Equity continued
Long-term hold portfolio companies continued

Action valuation

Action run-rate earnings

At 31 March 2026, Action was valued using its LTM run-rate EBITDA to the end of P3 2026 of €2,653 million[1], which includes the usual adjustment to reflect stores opened in the last 12 months. Since 2013, we have included a run-rate adjustment in the calculation of Action's valuation earnings. This adjustment is to ensure we reflect the full-year profitability for each new store opened in the year. Action's performance and growth since the inclusion of this adjustment continues to validate this rationale. We apply our valuation multiple to LTM run-rate EBITDA.

Action valuation multiple

We continue to compare Action's performance and KPIs against a peer group of North American and European value-for-money retailers. Action's performance and KPIs in 2025, which capture the softer LFL sales growth in France, continues to compare favourably with its peers. This supports our post-discount valuation multiple of 18.5x, which is unchanged from the prior year. Action's continued growth meant that its valuation at 31 March 2025 translated to 16.2x (post-discount) the run-rate EBITDA achieved one year later. Based on the valuation at 31 March 2026, a 1.0x movement in Action's post-discount multiple would increase or decrease the valuation of 3i's investment by £1.5 billion.

Action net debt

Action ended P3 2026 with cash of €751 million, net debt of €7,461 million and a net debt to run-rate EBITDA ratio of 2.8x, after paying a dividend distribution in FY2026, of which 3i received £246 million.

Action valuation

At 31 March 2026, the valuation of our 65.4% stake in Action was £23,743 million (31 March 2025: 57.9%, £17,831 million) and we recognised unrealised profits of £3,544 million (March 2025: £4,324 million) from Action.

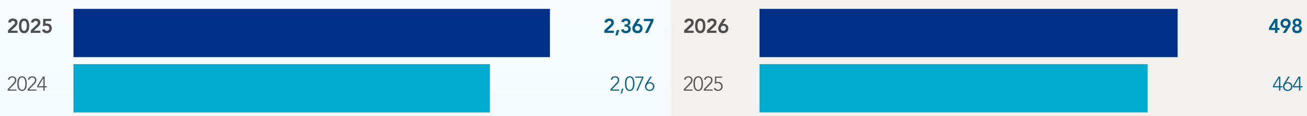
Action financial metrics

Last 12 periods to P12

First three periods to P3

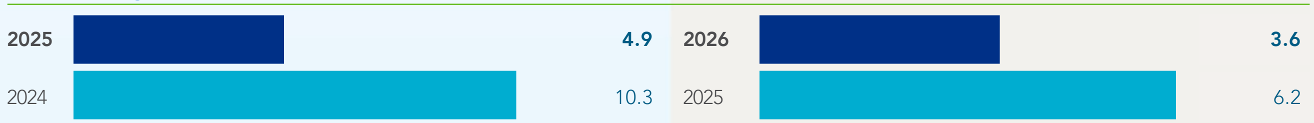
Net sales (€m)

Operating EBITDA (€m)



Operating EBITDA margin (%)

LFL sales growth (%)



1 Includes a normalised one-off expense of €26 million, related principally to a payment to eligible Action employees in June 2025 to mark Action's 3,000th store opening.

Private Equity continued
Long-term hold portfolio companies continued

Investment in future growth

In 2025, Action added a record 384 stores, averaging more than one new store opening per day. For the first time in the company's history, Action entered two new countries within a single year, Switzerland and Romania, ending 2025 with eight stores in Switzerland and six stores in Romania. Entering Switzerland marked Action's first expansion outside the European Union. By the end of the year, both Switzerland and Romania were delivering impressive early results.

Action's international expansion

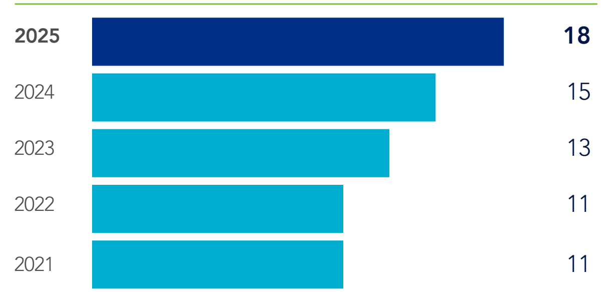
Action ended 2025 with 3,302 stores across Europe, having surpassed the milestone of 3,000 stores in June 2025. At the start of March 2026, Action entered its fifteenth country, Croatia, with two new stores. Action continues to see significant further growth opportunities across Europe, with an estimated white space potential of approximately 4,650 stores. Action expects to enter its sixteenth country, Slovenia, by the end of 2026, followed by Bulgaria in 2027.

Following an in-depth market study, Action announced a strategic decision to enter the US in late 2027 or early 2028.

Key to Action's expansion is the development of its distribution network. In 2025, Action opened three new distribution centres ("DCs") in Wallersdorf (Germany), Dunikowo (Poland) and Novara (Italy), and one new hub in Tilburg (Netherlands). In total, Action now operates 18 DCs and four hubs across Europe, ensuring its stores remain well stocked. Action plans to open three further DCs in 2026 in France, Italy and Spain, to facilitate its further store growth.

Number of stores

Number of DCs



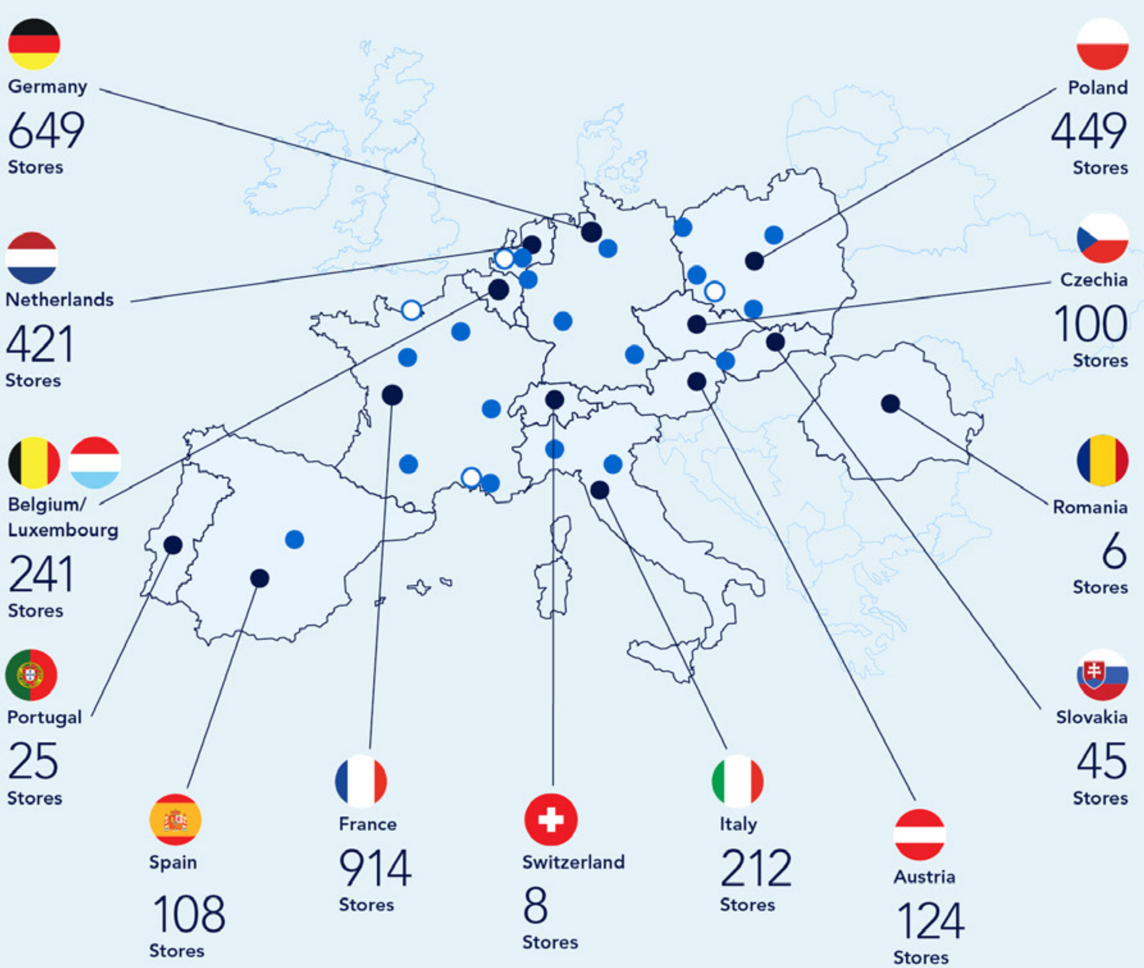
+384
Net new stores in 2025

+3
New distribution centres in 2025

Private Equity continued
Long-term hold portfolio companies continued

Geographical spread of stores, distribution centres and hubs[1]

at 28 December 2025



1 Action opened its first stores in Croatia in March 2026, its fifteenth country.

Growing employee base

At the end of 2025, Action employed 84,246 employees in its stores, distribution centres and offices. The business created 4,565 jobs in 2025, and continues to invest in the ongoing development and engagement of its employees, with over 3,705 internal promotions and over 350,000 training hours delivered across its workforce in 2025.

84,246
employees

>350,000
training hours

Private Equity continued
Long-term hold portfolio companies continued

Action Sustainability Programme

Action is committed to acting responsibly, with respect for people and the environment, and to making sustainability accessible for its customers. Built on four pillars, Planet, Product, People and Partnerships, the Action Sustainability Programme is core to the company strategy and considerable progress was made in each area during 2025.

Corporate Sustainability Reporting Directive (CSRD)

Action has been preparing for compliance with the CSRD, which will apply from the 2027 reporting year. In 2025, the company updated its double materiality assessment, identifying ten material sustainability topics.

Planet

Action is committed to reducing its impact on the climate and protecting the environment. As part of this commitment, Action is taking steps to reduce greenhouse gas emissions across its value chain. Its near-term emissions reduction targets were validated by the Science Based Targets initiative ("SBTi") in 2025.

Since 2021, Action has reduced its Scope 1 and 2 (market-based) emissions by 56%, by moving stores away from gas, sourcing 90% renewable electricity and upgrading its fleet of trucks in the Netherlands to run on HVO 100 biofuel. Last year, Action increased its ambition to a 75% overall Scope 1 and 2 reduction by 2030 (from the 2021 baseline), up from the initial target of 60%.

Action's Scope 3 emissions relate to the manufacturing, transportation and customer use of products, and waste disposal. To address these emissions, Action is working with its suppliers to set their own near-term emissions targets and, at the end of 2025, 15% of in-scope suppliers had achieved this. Action's objective is for suppliers representing 80% of Scope 3 emissions to have validated science-based targets by 2029. To address the environmental impact of shipping products from Asia to Europe, in 2025 Action used certified biofuels to cover 50% of containers for their direct sourcing.

-56%

reduction of its Scope 1 and 2 (market-based) emissions from 2021 baseline year

Private Equity continued
Long-term hold portfolio companies continued

Product

Action aims to invest in the quality and sustainability of its products and to make its value chain more transparent to uphold its ethical sourcing standards, buying only from suppliers who respect human and labour rights. As at end of 2025, more than 99% of all cotton, cocoa, timber, coffee and palm oil used in Action's private and white label products[1] was certified as sustainable through industry-recognised certifications such as Rainforest Alliance (RFA), Fairtrade International and Forest Stewardship Council® (FSC®), among others. In 2025, Action phased out the use of hard-to-recycle PVC and black plastics used in its packaging for private and white label products and is working with suppliers to ensure compliance with the EU's future packaging regulation. By the end of 2025, in-scope[2] plastic products contained 37% recycled material, ahead of its target of 35% by 2025. From 2026, Action plans that all the recycled plastic used in its private and directly sourced import products will be independently certified under the Global Recycled Standard or Recycled Claim Standard labels.

Action's supply chain involves a significant number of wholesalers, factory workers, farmers, producers, agents and importers. To help protect the rights of workers, Action needs to know where its products are made and by whom. To achieve this, Action aims to have full value chain transparency for private and white label products by 2030 at the latest. By the end of 2025, Action had mapped 97% of factories handling the final stage of production, a total of more than 3,900 factories worldwide. Action plans to further extend this transparency to factories involved in earlier stages of production.

Action sets standards for its suppliers in its Ethical Sourcing Policy, which is based on UN principles and international labour standards. To ensure its standards were met, in 2025, Action carried out 2,739 assessments, including both social audits and spot checks. That covered over 96% of the factories Action works with within risk countries, and the goal is to increase this figure to 100% in 2026.

1 A-brand products are outside of scope due to high sustainability standards implemented by well-known international brand owners themselves.
2 Covers all non-food-related direct sourcing and private label products (excluding those for which legal restrictions apply, e.g., toys) and products with significant plastic volumes based on weight.

97%
of factories handling the final stage of production mapped

99%+
of all cotton, cocoa, timber, coffee and palm oil used in Action's private and white-label products certified as sustainable

People

Action offers stable employment to a fast-growing number of people. The company invests in training and development, resulting in the promotion of 3,705 colleagues in 2025, and achieving its target of at least one promotion per store. Every two years, it measures employee engagement through a company-wide survey, the Voice of Action. Every employee is given 30 minutes of paid time and a secure platform to complete the anonymous survey, which had a response rate of over 90% in 2025. During the year, Action also launched an awareness campaign for its Alert Line, which allows its employees, customers, contractors and others doing business with Action, to report incidents anonymously, 24/7 in their own language.

Partnerships

In 2025, Action became the first international retailer to commit to a special Fairtrade Living Income Cocoa Fund. The fund supports three cocoa cooperatives in Ivory Coast, helping farmers move towards earning a living income. The fund can be used for improving farming techniques or providing education opportunities for local children, supporting more sustainable livelihoods in cocoa-growing communities.

Private Equity continued
Long-term hold portfolio companies continued

ESTABLISHED 1851
ROYAL SANDERS
PERSONAL CARE PRODUCTS

Building better businesses

Royal Sanders, our second long-term hold asset, is a leading European private label and contract manufacturing producer of personal care products.

IN FOCUS:
ROYAL SANDERS

Private Equity continued
Long-term hold portfolio companies continued

£1,228m

3i value at March 2026

Strong business progression since our initial investment in 2018

Since our initial investment Royal Sanders has grown its production facilities from a footprint of two to seven sites, operating across the Netherlands, Germany, Belgium and the UK. The business focuses on 10 major consumer product categories including hair care, body care, face care and bath, showers and handwash, and has expanded its brand portfolio from six to 14.

We have supported Royal Sanders' international expansion, both organically and through entry into new markets. The business has now completed nine bolt-on acquisitions[1] since we first invested and has identified several further buy-and-build opportunities. Across this period of time, Royal Sanders has grown revenues by 5x to c.€700 million, and the business remains highly cash generative, returning distributions to 3i in excess of the initial investment in 2018.

Acquisitions

November 2018	January 2021	March 2021	February 2022	April 2023	April 2024	June 2024	February 2025	December 2025
McBrideSites	Royal Herkel	Tunap Cosmetics	Otto Cosmetic	Lenhart Kosmetik	Dankwardt Jessenitz	Karium	Treaclemoon	Vendoleo

2018 → 2025

Royal Sanders bolt-on activity in FY2026

Royal Sanders completed the self-funded acquisition of Vendoleo in FY2026, marking its ninth acquisition under our ownership. Vendoleo is the branded provider of the well-established value-for-money bath and shower brands Treaclemoon and Oriniq in Germany and Austria. Royal Sanders already owned and produced the Treaclemoon brand in all other regions, following its previous bolt-on acquisition in February 2025.

Royal Sanders performance and valuation

Royal Sanders was the largest contributor to Private Equity performance growth in FY2026 (excluding Action), generating value growth of £272 million. The business delivered strong organic growth across its key customers in 2025. All prior bolt-on acquisitions continue to be value-accretive and are outperforming their respective investment cases.

1 Includes asset deals.

Private Equity continued
Investment and realisation activity

Long-term hold portfolio companies

We allocated £2.6 billion of capital to invest into Action, consisting of non-cash consideration of £1.7 billion and £827 million of cash investment.

In September 2025 and January 2026, we acquired approximately 5.1% of Action's equity from GIC in exchange for the issuance of 51 million new ordinary shares in 3i Group plc. These transactions represented an equivalent non-cash consideration of £1.7 billion.

In October 2025, Action raised €1.6 billion of total incremental term loan debt across the US and European loan markets. Using the net proceeds from this debt raise alongside some of its cash, Action subsequently completed a €1.74 billion capital restructuring with a pro-rata redemption of shares, resulting in a distribution of £944 million of gross proceeds to 3i. Alongside a number of existing LPs in the 2020 Co-Investment Programme, 3i took the opportunity to acquire further shares in Action, reinvesting £755 million.

In addition, we took the opportunity to acquire additional stakes in Action investing a further £72 million during the year.

As a result of these transactions, in FY2026 we increased our equity stake in Action by 7.5% from 57.9% to 65.4%.

Following these transactions, our aggregate cost in Action has increased as a percentage of our total published investment portfolio value, reducing the available headroom under our existing investment policy limit for exposure to a single asset. In March 2026, the Board agreed to seek shareholder approval at the 2026 AGM to increase this limit, providing greater flexibility to support future investment decisions.

In December 2025, we completed a further investment of £56 million in Royal Sanders.

Private Equity portfolio

Across the remaining portfolio, we invested a further £37 million in ten23 health, as we continue to develop the contract development and manufacturing organisation ("CDMO") platform, and provided £6 million of capital to support Wilson through challenging trading conditions. OMS returned £32 million of funding within 12 months of our 2025 investment, including £1 million received as cash income.

Buy-and-build remains a key lever in executing the investment case across many of our portfolio companies. In FY2026, our portfolio companies completed four self-funded bolt-on acquisitions.

We completed two realisations in FY2026. In September 2025, we completed the sale of MPM, generating proceeds of £395 million, of which £13 million was interest income, achieving a profit of £54 million over its 31 March 2025 valuation. In November 2025, we completed the sale of MAIT, generating proceeds of £147 million and achieving a profit of £31 million over its 31 March 2025 valuation. Further details on both realisations can be found on pages 37 and 38.

Across the remainder of the portfolio, we received proceeds of £20 million from Yanga following a refinancing and £8 million of deferred consideration from WP.

In total, in the year to 31 March 2026, we invested £2,642 million (2025: £1,177 million) in the Private Equity portfolio and generated total proceeds of £1,502 million (2025: £1,827 million).

1 Action equity acquired in exchange for 3i Group plc shares.
2 Capital proceeds realised in the year less opening value, net of accrued interest.

Investments and realisations

Investments	Proprietary capital investment £m
Further investments	
Action	
Cash consideration	827
Non-cash consideration[1]	1,739
Royal Sanders	56
ten23 health	37
Other	14
Private Equity gross investment	**2,673**
Return of investment	
OMS Prüfservice	(31)
Private Equity net investment	**2,642**

Realisations	3i realised proceeds £m	Profit in the year[2] £m
Full realisations		
MPM	382	54
MAIT	147	31
Total realisations	**529**	**85**
Capital restructuring & refinancing		
Action	944	–
Yanga	20	–
Total recapitalisation proceeds	**964**	**–**
Deferred consideration and other proceeds	9	4
Total Private Equity realisations	**1,502**	**89**

Private Equity continued
Investment and realisation activity continued

IN FOCUS: **MAIT**

£147m
Total gross proceeds to 3i

2.8x
Sterling money multiple (total cash return over cost)

MAIT is a leading provider of innovative and pioneering digital solutions in the DACH region. Headquartered in Rottweil, Germany, the company provides digitalisation solutions across Product Lifecycle Management, Enterprise Resource Planning and IT Services, supporting mid-market customers, with a particular emphasis on the manufacturing sector.

We invested £53 million in MAIT in 2021 to support the business through its next phase of growth and to capitalise on strategic M&A opportunities in a highly fragmented market. During our ownership, MAIT expanded its international presence through 14 bolt-on acquisitions, more than doubled its EBITDA and significantly increased the proportion of recurring revenues.

In November 2025, we completed the sale of MAIT, generating proceeds of £147 million. This represented an uplift[1] of 34% on MAIT's 31 March 2025 valuation, a 2.8x money multiple and a 28% IRR.

1 £31 million of realised profit recognised in the year.

Private Equity continued
Investment and realisation activity continued

IN FOCUS: **MPM**

MPM is an international leader in branded, premium, natural pet food. Headquartered in Manchester, UK, the business owns leading brands including Applaws, Reveal and Encore, and differentiates itself through high-quality, human-grade products, natural clean-label ingredients and its cat first proposition.

In 2020, we invested £124 million in MPM, with a view to accelerating its international expansion. Under 3i's ownership, MPM transitioned from a scaling mid-market pet food player to a global, market-leading premium natural cat food business, more than doubling revenue and EBITDA. We supported MPM's expansion in the US, broadened its omnichannel and online footprint, and invested significantly in both people and the brand.

In September 2025, we completed the sale of MPM, generating proceeds of £395 million, including £13 million of interest income. This represents an 18% uplift[1] on MPM's 31 March 2025 valuation, a 3.2x money multiple and a 28% IRR.

£395m
Total gross proceeds to 3i

3.2x
Sterling money multiple (total cash return over cost)

1 £54 million of realised profit recognised in the year.

Private Equity continued
Private Equity performance

Private Equity performance

In FY2026, the Private Equity portfolio generated unrealised profits of £4,080 million (2025: £4,803 million). An overview of the key drivers of value movement for our long-term hold assets and selected other portfolio companies is presented in Chart 1, while Table 2 disaggregates unrealised profits by valuation methodology. The performance of Action and Royal Sanders is discussed in detail on pages 26 to 35. The following section outlines the performance of the remainder of the portfolio.

Chart 1:

Largest value growth increases and decreases (>£20m)[1]

Portfolio company	Value growth[2] £m	Value at 31 March 2026 £m	Driver of value increase
Action	3,544	23,743	
Royal Sanders	272	1,228	
Audley Travel	149	425	
Luqom	35	276	
Basic-Fit	34	97	
ten23 health	34	315	
AES	24	443	
OMS Prüfservice	20	91	
Cirtec Medical	(27)	573	
Wilson	(40)	4	

Performance Multiple Other

1 One portfolio company has been excluded for commercial sensitivity.
2 Excludes foreign exchange.

Consumer and private label portfolio companies

Audley Travel delivered another strong year-on-year bookings performance across both the UK and the US in 2025, although US demand softened slightly in the second half of the year due to geopolitical events. The business is continuing to invest in new technology to enhance the customer experience, positioning itself for future growth. Trading since the start of 2026 has been mixed, with recent developments in the Middle East weighing on UK travel sentiment after a good start to the year. Luqom saw strong trading momentum through 2025, and generated record revenue. This is an impressive result as Luqom has continued to gain market share in a largely flat online lighting market. The business is also benefiting from its AI-driven product development, which identifies customer preferences and enables the creation of differentiated products that strengthen its competitive position.

European Bakery Group delivered a resilient outcome, despite pressure from higher personnel, logistics and ingredient costs. In March 2026, the Group acquired a significant production site in Germany from STK, broadening its production capabilities and customer base. This represents the fifth acquisition since 3i's investment. Throughout 2025, BoConcept continued to optimise its franchise network and pull back from difficult markets. While this has weighed on overall volumes in the short term, its better performing stores across Japan and Southern Europe are seeing good momentum.

Mepal delivered good top-line growth across its key customers, with particularly strong increases from its e-commerce partners and major offline retailers. Konges Sløjd saw good sales performance from its biggest retail partners in 2025, and continued to gain traction internationally, especially in the US. A year since our initial investment, WaterWipes saw stable trading, with good growth in the UK and Europe, offsetting a challenging US market.

Healthcare portfolio companies

Our largest healthcare portfolio company, Cirtec Medical, saw good traction across its latest implantable and interventional programmes, helping to balance the planned transition of one of its older product lines to the next generation of the device. The transition creates a short-term dip in performance, but it positions the business for stronger growth as the next generation of programmes scales. To reflect the near-term impact, we took a modest reduction in Cirtec's valuation at 31 March 2026.

The single-use bio-processing market recovered well through 2025, and SaniSure's business strengthened in line with this trend, with growing demand from major biopharmaceutical customers, who are increasingly choosing SaniSure's solutions for critical manufacturing steps. The company has a strong and high-quality pipeline, supported by the continued success of its new mixing and filling products.

Since our initial investment in 2021, we have supported the ten23 health platform development through innovation, a targeted buy-and-build strategy, and operational scaling, solidifying its position in the high-value biologics drug product CDMO space. The business continued to make positive progress in 2025. Its development services laboratory in Basel saw significantly increased bookings and growing engagement from major global pharmaceutical companies, while demand materially exceeded available capacity on its existing Visp fill-finish line. Additional capacity is expected to come online with the delivery of the two commercial scale, high-volume lines in Visp, which are expected to become operational in 2027.

The vascular division of Q Medical Devices (Q Holding) showed good momentum, while Degania also saw growth from new launches.

Private Equity continued
Private Equity performance continued

Industrial portfolio companies

Tato and AES continue to demonstrate resilience and generate strong annual cash yields.

Tato delivered steady results in 2025, despite tough end markets. After a good start to the year, volumes softened as demand weakened, leading to lower selling prices from Q2 2025 onwards. Geographically, the company saw good growth in China, India and Mexico, with Brazil also modestly ahead, while the US underperformed expectations and Europe was broadly flat. In FY2026, we received £17 million of dividends from Tato.

AES maintained a steady performance in 2025, with good order volume growth, as demand remained resilient across its key end markets, particularly in energy and industrials. The business also strengthened its manufacturing capacity, with a significant upgrade to a UK factory, while also investing in robotics and automation, positioning it well for future growth. In FY2026, we received £10 million of dividends from AES.

Against a weak US industrial market, Dynatect performed resiliently in 2025.

Services & Software portfolio companies

Evernex and OMS Prüfservice were the standout performers in this sector.

After a slow start to 2025, Evernex's commercial momentum picked up strongly through the remainder of the year, helped by solid renewal rates and new customer wins. The recent acquisitions of Sunrise Technologies in Morocco and Comptest in Poland strengthen its local presence and capabilities, and add to its broader buy-and-build strategy. Evernex has now completed nine acquisitions since our initial investment in 2019. OMS Prüfservice delivered strong growth in 2025, supported by rising demand for its Portable Appliance Testing and Installation & Machinery services. The business has largely outperformed the wider market since our acquisition in early 2025.

The broader software market has seen a significant derating, reflecting concerns on how AI could disrupt existing software tools. Our exposure to the software market is limited, at less than 1% of portfolio value, and mainly consists of xSuite, whose Accounts Payable invoice automation offering is currently relatively well protected against AI disruption. The business continued to make good progress in transitioning its revenue to subscriptions in 2025 and has started 2026 well. We have however, reflected the wider software sector derating in our valuation multiple for xSuite at 31 March 2026.

Over the last two and half years Wilson has operated through a very challenging recruitment market. We have reflected the impact of this on Wilson's performance through our valuation at 31 March 2026.

Table 2

Unrealised profits on the revaluation of Private Equity investments[1] in the year to 31 March

	2026 £m	2025 £m
Earnings based valuations		
Action performance	**3,544**	4,324
Performance increases (excluding Action)	**628**	642
Performance decreases (excluding Action)	**(76)**	(138)
Multiple increases	**9**	30
Multiple decreases	**(49)**	(30)
Other bases		
Discounted cash flow	**—**	(19)
Other movements on unquoted investments	**(10)**	—
Quoted portfolio	**34**	(6)
Total	**4,080**	4,803

1 Further information on our valuation methodology, including definitions and rationale, is included in the portfolio valuation – an explanation section.

Overall Private Equity performance

Overall, 96% of the portfolio by value grew LTM adjusted earnings in the year (31 March 2025: 97%). Chart 2 on page 41 shows the earnings growth of our top 20 Private Equity investments.

Excluding Action, the Private Equity portfolio valued on an earnings basis generated £628 million (2025: £642 million) of value growth from performance increases, offsetting £76 million from performance decreases (2025: £138 million).

Private Equity continued
Private Equity performance continued

Multiple movements

When selecting multiples to value our portfolio companies, we take a long-term, through-the-cycle approach and consider a number of factors including recent performance, outlook and bolt-on activity, comparable recent market transactions and exit plans, and the performance of quoted comparable companies. At each reporting date, our valuation multiples are considered as part of a robust valuation process which includes independent challenge throughout, including from our external auditor, culminating in the quarterly Valuations Committee of the Board.

Since the start of our financial year in April 2025, global markets have experienced heightened volatility, reflecting ongoing geopolitical tensions, evolving trade policies, uncertainty around monetary policy, and the continued pace of technological disruption driven by accelerated AI adoption.

Against this backdrop, we have remained cautious in considering the valuation multiples we use for our portfolio companies. We increased the multiple for one of our portfolio companies in the year to reflect the good performance since acquisition, as well as market sentiment.

We adjusted multiples downwards across six assets, reflecting headwinds in their end-markets and, in some cases, wider market sector deratings. In total, we recognised a net £40 million unrealised value reduction from multiple movements in the year (March 2025: net nil movement). At 31 March 2026, our current weighted average post-discount multiple (excluding Action) was 13.0x (31 March 2025: 13.4x).

Leverage

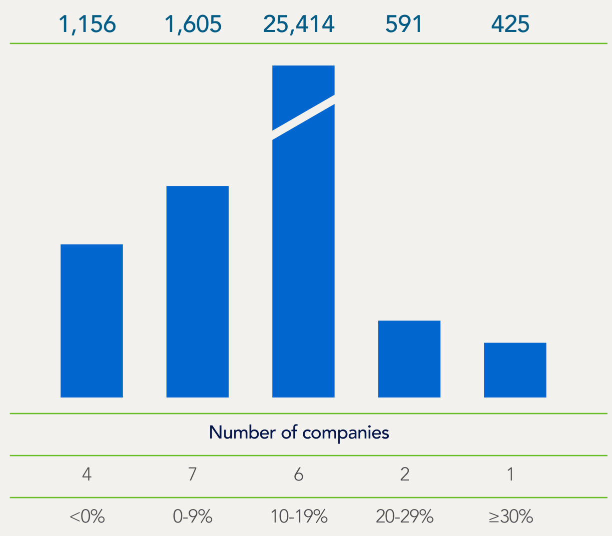
Our Private Equity portfolio is funded with all-senior debt structures, with long-dated maturity profiles. As at 31 March 2026, 95% of portfolio company debt was repayable from 2028 to 2032.

Average leverage across the portfolio was 2.9x (31 March 2025: 2.9x). Excluding Action, leverage across the portfolio was 3.2x (31 March 2025: 3.5x).

Chart 3 shows the ratio of net debt to adjusted earnings by portfolio value.

Chart 2

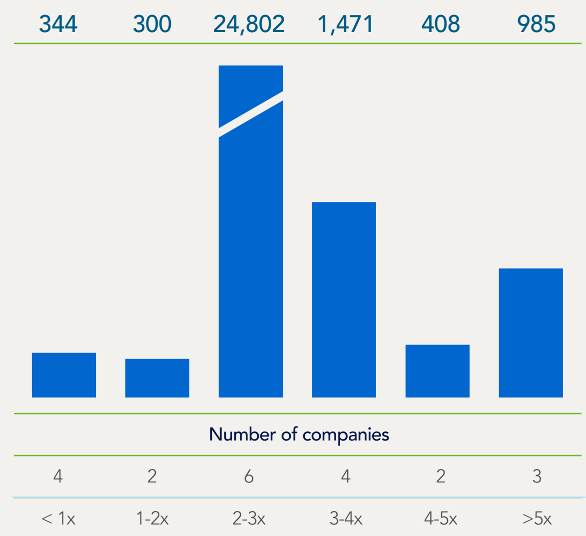
Portfolio earnings growth of the top 20 Private Equity[1] investments
3i value at 31 March 2026 (£m)



1 Includes top 20 Private Equity companies by value excluding ten23 health. This represents 98% of the Private Equity portfolio by value (31 March 2025: 97%). Last 12 months' adjusted earnings to 31 December 2025 and Action based on LTM run-rate earnings to the end of P3 2026.

Chart 3

Ratio of net debt to adjusted earnings[2]
3i value at 31 March 2026 (£m)



2 This represents 95% of the Private Equity portfolio by value (31 March 2025: 93%). Quoted holdings, ten23 health and companies with net cash are excluded from the calculation. Net debt and adjusted earnings at 31 December 2025 and Action based on LTM run-rate earnings to the end of P3 2026.

Private Equity continued
Private Equity performance continued

Quoted portfolio

Basic-Fit is the only quoted investment in our Private Equity portfolio. In 2025, Basic-Fit's memberships increased by 13% year-on-year and it added 85 clubs to its network, excluding Clever-Fit clubs.

Our remaining 5.8% stake in Basic-Fit was valued at £97 million at 31 March 2026 (31 March 2025: £60 million for a 5.7% stake), following a 56% increase in its share price to €29.42 (31 March 2025: €18.86).

Sum of the parts

At 31 March 2026, ten23 health was valued on a sum-of-the-parts basis, using a discounted cash flow ("DCF") methodology for its operating lines.

Assets under management

The assets under management of the Private Equity portfolio, including third-party capital, increased to £36.8 billion (31 March 2025: £31.9 billion), primarily due to unrealised value gains on Action in the year.

Table 3

Private Equity assets by sector as at 31 March 2026

Sector	Number of companies	3i carrying value 2026 £m
Action (Consumer)	1	23,743
Consumer & Private Label	11	2,787
Healthcare	4	1,389
Industrial	6	947
Services & Software	12	841
Total	**34**	**29,707**

Infrastructure
Performance overview

Gross investment return

£106m or 7%
(2025: £52m or 3%)

Cash income

£104m
(2025: £106m)

AUM

£6.9bn
(2025: £6.3bn)

We manage funds investing principally in mid-market economic infrastructure in Europe and North America. Infrastructure is a defensive asset class, that provides a good source of income and fund management fees for the Group, as well as long-term capital gains.

Our Infrastructure portfolio generated a GIR of £106 million, or 7% on the opening portfolio value (2025: £52 million, 3%). The return primarily reflects a modest increase in the share price of our quoted stake in 3iN, along with a strong level of dividend income.

The majority of 3iN's underlying portfolio continues to deliver growth and demonstrate good momentum. Towards the end of the year, 3iN announced an agreement to sell TCR. This transaction is expected to generate proceeds of €1.1 billion for 3iN, a portion of which will be deployed into 3iN's new investment in Lefdal Mine Datacenter. The c.50% uplift achieved on the TCR exit largely offsets the negative return on DNS:NET, which was written down following a material deterioration in lending appetite for German fibre rollout businesses.

Our US Infrastructure portfolio, including the North American Infrastructure Fund ("NAIF"), delivered a resilient performance for the year. There was also good buy-and-build activity, with three portfolio companies each completing a bolt-on acquisition during the year.

Table 4:

Gross investment return for the year to 31 March

Investment basis	2026 £m	2025 £m
Realised profits over value on the disposal of investments	–	1
Unrealised profits on the revaluation of investments	65	17
Dividends	40	37
Interest and fee income from investments	11	8
Foreign exchange on investments	(10)	(11)
Gross investment return	**106**	52
Gross investment return as a % of opening portfolio value	**7%**	3%

Infrastructure continued
Performance overview continued

3iN and European managed funds

3iN generated a total return on opening NAV of 8.5% for the year to 31 March 2026, within its total return target of 8% to 10% per annum, and delivered its dividend target of 13.45 pence per share, a 6.3% increase on last year.

This result reflects 3iN's high-quality portfolio, underpinned by exposure to long-term structural megatrends. The portfolio has little direct exposure to the Middle East and is positively correlated to inflation and longer-term energy prices.

TCR was the standout performer during the year, delivering strong results and winning a number of new contracts with both existing and new customers. At the end of the financial year, 3iN agreed to sell its stake in TCR which is expected to return total proceeds €1.6 billion for 3iN and 3i managed funds.

Of these total proceeds, 3iN is expected to receive €1,140 million. This represents an approximate 50% uplift on its opening valuation and, including prior distributions, a money multiple of 3.6x. The transaction is expected to complete in Q3 2026.

ESVAGT made good strategic progress during the year, with its fleet of Service Operation Vessels ("SOV") increasing by one third from nine to 12 vessels through the delivery of one newbuild and the acquisition of two operational vessels, supported by a 3iN further investment of €23 million. Results were impacted by a delay in the delivery of the newbuild SOV and weaker activity across the UK oil and gas market impacting their emergency rescue and response vessels.

Joulz completed two transformational acquisitions in the year, including the Italian and Dutch divisions of Centrica Business Solutions and a carve out of Engie's Belgian Commercial & Industrial solar rooftop business. Both acquisitions develop Joulz's European footprint, expanding its integrated solutions into the heat sector and increase its profitability by 70%. 3iN supported these acquisitions with a further investment of €107 million.

3iN portfolio Online

Infinis delivered good operational and financial performance in 2025, despite decreases in power prices, which the business has effectively mitigated with hedging strategies.

FLAG saw good demand for subsea cables as data usage continues to grow, particularly from the development of AI. FLAG acquired the IAX/IEX cable systems and a fibre pair on the trans-pacific ECHO system in the year, with a further investment of $70 million funded from its own resources.

3iN also saw positive contributions from Tampnet, Future biogas and Oystercatcher's 45% owned terminal Advario Singapore.

Towards the end of 2025, the lending appetite for German fibre rollout businesses deteriorated materially. As DNS:NET's fibre rollout plan is highly dependent on the availability of new funding, which is now constrained, the valuation has been written down to nil, representing a significant drag on 3iN's overall return for the year.

Lower local authority spending and increased competition in the temporary traffic light segment continued to weigh on SRL's performance.

In March 2026, 3iN and 3i managed funds agreed to invest c. €400 million to acquire a majority stake in Lefdal Mine Datacenter, a high-quality Norwegian data centre campus. The transaction is due to complete in the summer of 2026.

As investment manager to 3iN, in FY2026, we recognised a management and support services fee of £54 million (2025: £51 million) and a NAV-based performance fee of £16 million (2025: £29 million). This performance fee comprised a third of the potential performance fee for each of FY2026, FY2025 and FY2024, after the performance hurdle was met in each year.

North American Infrastructure

We established our North American Infrastructure investment business in 2017, and subsequently reached a first close for the North American Infrastructure Fund ("NAIF") in 2022. Across this period of time our highly experienced North American Infrastructure team has developed a portfolio of assets including those within the NAIF and Smarte Group, that focus on essential services across sectors with high barriers to entry.

NAIF

Regional Rail delivered solid organic growth during the year, reflecting higher volumes across its key regions. In June 2025, the company completed the acquisition of Minnesota Commercial Railway, its eighth since we first invested, adding c.86 miles of track to its operations. After a successful refinancing in March 2026, 3i received proceeds of £13 million. EC Waste continued to expand geographical coverage of waste collection and environmental management services across Puerto Rico, through the acquisition of ARB waste services in June 2025. The company continues to advance landfill gas-to-energy initiatives at two of its major facilities. Overall, EC Waste delivered stable returns in the year. Amwaste experienced positive trading momentum, driven by increased landfill tonnage, the full year performance of two tuck-in acquisitions completed in 2024, and good operational performance.

Infrastructure continued
3iN realisation

IN FOCUS:
TCR

Headquartered in Brussels, Belgium, TCR is the largest independent lessor of airport ground support equipment. TCR is a 3iN investment.

3iN invested in TCR in 2016, with a significant follow-on investment in 2022. Over this period, 3iN has supported TCR in developing into a leading global platform for ground support equipment leasing. Since 2016, TCR has completed six bolt-on acquisitions, contributing to the expansion of its operations from 100 airports across 11 countries to 237 airports in 24 countries and more than doubling the size of its fleet.

In March 2026, 3iN announced the sale of its stake in TCR. This realisation is expected to generate proceeds of €1.6 billion for 3iN and 3i managed funds. Of these total proceeds, 3iN will receive €1,140 million, representing a c.50% uplift on its 31 March 2025 value, a 3.6x money multiple and a 20% IRR.

€1.6bn

Expected realised proceeds for 3iN and 3i managed funds

3.6x

Sterling money multiple[1] (total cash return over cost)

1 Return on 3iN's stake.

Infrastructure continued
Performance overview continued

Assets under management

Infrastructure AUM increased to £6.9 billion (31 March 2025: £6.3 billion), primarily reflecting the increase in the share price of 3iN and strong returns from the larger European assets. We generated fee income of £65 million from our Infrastructure fund management activities in the period (2025: £61 million).

3i's proprietary capital Infrastructure portfolio

The Group's proprietary capital Infrastructure portfolio consists of its 29% quoted stake in 3iN, its investment in Smarte Group (formerly Smarte Carte) and direct stakes in other managed funds.

Quoted stake in 3iN

At 31 March 2026, our 29% stake in 3iN was valued at £897 million (31 March 2025: £856 million), as its share price increased by 5% year-on-year to 333 pence (31 March 2025: 318 pence). As a result, we recognised an unrealised value gain of £41 million (2025: unrealised value loss of £23 million), in addition to the £35 million of dividend income received in the year (2025: £33 million).

North American Infrastructure proprietary capital

Smarte Group delivered resilient performance in 2025. Performance was supported by growth across the international carts, lockers and ancillary airport service segments. Demand for carts at US airport locations was weaker, as macro-economic and geopolitical activity weighed on inbound US traffic volumes.

In January 2026, Smarte Group completed the acquisition of Lost & Found Software, a lost-and-found-software technology provider to airports and transport hubs globally. The self-funded acquisition further expands Smarte Group's reach internationally.

At 31 March 2026, Smarte Group was valued at £301 million on a DCF basis (31 March 2025: £308 million).

Table 5

Assets under management as at 31 March 2026

Fund/strategy	Proprietary capital value £m	AUM £m	Fee income earned in 2026 £m
3iN[1]	897	3,071	54
3i MIA	100	1,957	4
3i managed accounts	–	981	5
North American Infrastructure Fund[2]	210	561	2
Smarte Group	301	301	–
Other[3]	35	n/a	n/a
Total	**1,543**	**6,871**	**65**

1 AUM based on the share price at 31 March 2026.
2 Includes Regional Rail, EC Waste and Amwaste.
3 Other reflects our remaining proprietary stake in Alba EOPF (formerly 3i EOPF), following the sale of our operational projects infrastructure fund capability in May 2024.

Infrastructure continued
3iN investment

Lefdal Mine Datacenter ("LMD") is a high-quality data centre campus based on the west coast of Norway. Upon completion, LMD will be a 3iN investment.

This investment provides exposure to a rapidly growing segment of digital infrastructure, supported by increasing demand for high-density computing. The company benefits from its location in Norway which has a low-cost, reliable power supply and leverages its underground location and closed-loop seawater cooling system to achieve high levels of energy efficiency.

In March 2026, 3iN, alongside a 3i-managed investor, agreed to invest c.€400 million in the business, with completion expected in summer 2026.

€400m

3iN and 3i managed funds total committed investment

IN FOCUS:
LMD

Scandlines
Performance overview

Gross investment return

£55m or 10%

(2025: £46m or 9%)

Dividend income

£21m

(2025: £22m)

We first invested in Scandlines in 2007, increasing our stake in 2013, before realising our holding in 2018, returning £835 million of proceeds at a money multiple of 7.7x. We subsequently reinvested £529 million in a 35% stake in Scandlines in 2018. Since our reinvestment, Scandlines has returned total cash proceeds of £253 million, 48% of our reinvestment, and is held on a longer-term basis to generate capital and income returns.

Performance

Scandlines delivered a resilient financial performance in FY2026, generating a GIR of £55 million, or 10% of opening portfolio value (2025: £46 million, 9%). Despite weak consumer sentiment, leisure performed well, particularly over the peak summer period. The freight segment continued to see volume pressure amid a negative macroeconomic backdrop and higher competition across the Baltic routes.

Scandlines remains highly cash generative and distributed £21 million of dividends to 3i in FY2026 (2025: £22 million).

Scandlines continues to make good progress against its sustainability agenda, with The Baltic Whale, Scandlines' new zero direct emission freight ferry, entering operations in March 2026. In addition to supporting Scandlines' ambition to reduce emissions, the vessel increases freight capacity on the route on which it operates by 27%.

We continue to value Scandlines on a DCF basis, with a value of £571 million at 31 March 2026 (31 March 2025: £529 million).

Table 6:

Gross investment return for the year to 31 March

Investment basis	2026 £m	2025 £m
Unrealised profits on the revaluation of investments	**21**	19
Dividends	**21**	22
Foreign exchange on investments	**22**	(10)
Movement in fair value of derivatives	**(9)**	15
Gross investment return	**55**	46
Gross investment return as a % of opening portfolio value	**10%**	9%

Foreign exchange

We hedge the balance sheet value of our investment in Scandlines. We recognised a £22 million gain on foreign exchange translation (2025: £10 million loss), offset by a £9 million fair value loss (2025: £15 million gain) from derivatives in our hedging programme.