



3i Responsible Investment Policy

THE FOLLOWING IS A SUMMARY OF 3I'S FULL RESPONSIBLE INVESTMENT POLICY AS LAST UPDATED IN MAY 2026

1. Introduction

Background

3i Group plc (“3i”) is an investment company focused on Private Equity and Infrastructure, investing primarily in northern Europe and North America.

Our investment strategy is to make a small number of mid-market investments each year in our Private Equity and Infrastructure businesses, carefully selected within our target sectors and geographies on the basis of their compatibility with our return objectives.

We do not currently manage or advise funds with sustainability investment objectives.

Nevertheless, we are committed to evolving and improving our approach to responsible investment.

Purpose of this RI Policy

The purpose of this Responsible Investment Policy (the “RI Policy”) is to define the sectors and activities 3i will not invest in (and those which require specific approvals before pursuing) and to set out 3i’s approach to the effective identification and management of sustainability risks in its investment activities. 3i will use its influence as an investor to promote a commitment in our portfolio companies to:

- comply, as a minimum, with applicable local and international laws and regulations (“**Applicable Laws**”) relating to the environment, human rights, workers’ rights, health & safety and sanctions, those intended to prevent fraud, extortion, bribery, tax evasion, money laundering, terrorist financing and other financial crime; and, where appropriate, the relevant international standards¹ (“**International Standards**”) where these are more stringent than Applicable Laws;
- identify, monitor and mitigate adverse environmental and social risks arising from their activities and, where applicable and reasonably possible, within their respective supply chains;
- uphold high standards of business integrity and strong corporate governance;
- within a reasonable timeframe following 3i’s investment, to meet 3i’s minimum requirements (“**3i’s minimum requirements**”) (as set out in the Appendix to this RI Policy); and
- set near-term science-based emissions reduction targets within a reasonable timeframe where the portfolio company is in scope of 3i’s own science-based emissions reduction targets² and where the Science Based Targets initiative (“**SBTi**”) provides an appropriate decarbonisation pathway for that portfolio company.

This RI Policy forms part of 3i’s broader suite of policies and compliance is mandatory.

¹ For the purposes of this policy, the ‘International Standards’ refer to the relevant IFC Performance Standards and associated Guidelines and the International Labour Organisation (ILO) Fundamental Conventions. The IFC is the private sector arm of the World Bank and its Performance Standards, which were originally intended to provide a reference for businesses in emerging markets for environmental and social standards, are now widely applied globally. The IFC’s Environmental, Health and Safety (EHS) Guidelines are technical reference documents with general and industry-specific examples of good international industry practice. Fundamental labour rights are codified by the ILO in its 1998 Declaration on Fundamental Principles and Rights at Work, which identifies 8 core conventions applicable to all workers, irrespective of a country’s level of development.

² 3i’s science-based emissions reduction targets were approved on 22 March 2024. 3i’s targets include targets relating to its portfolio – in particular, new portfolio companies will be expected to set their own near-term science-based emissions reduction targets within a reasonable timeframe following 3i’s investment.

Scope

Subject to certain exceptions³, this RI Policy applies to all investment opportunities considered and/or made by 3i (and the funds which it manages or advises)⁴ across all sectors and geographies.

3i will also use its influence as an investor to encourage its portfolio companies to promote best practice by their relevant suppliers through implementing appropriate supplier management systems.

Legacy issues may arise from a small number of portfolio investments made before this RI Policy was first introduced⁵. If a legacy issue comes to light, 3i will use its influence as an investor to encourage the relevant portfolio company to implement appropriate measures which may include meeting International Standards where these are more stringent than Applicable Laws.

2. 3i's responsible investment approach

3i aims to:

- Promote consistent practice and adherence to this RI Policy across its investment business.
- Provide sufficient information, instruction, training and resources to ensure that its employees can effectively manage sustainability matters within their investment activities.
- Monitor the implementation of this RI Policy on an ongoing basis.
- Report progress on the implementation of this RI Policy at least annually to relevant 3i stakeholders.

3i will implement this RI Policy by:

- Screening all new investment opportunities against the Exclusion and Referral lists set out in section 3 at an early stage in the investment process.
- Carrying out a high-level assessment of potential new investments to identify potential material sustainability risks and determine whether specialist due diligence is required.
- Where potential material sustainability risks are identified, evaluating whether management has the commitment, capacity and track record to manage those risks effectively and to work with 3i to address them.
- Supporting its portfolio companies to meet 3i's minimum requirements within a reasonable timeframe by developing action plans with appropriate targets, timetables and resources.
- Monitoring and recording portfolio companies' performance against any agreed action plans, targets and timetables as part of 3i's semi-annual portfolio review process.
- Influencing, encouraging and supporting companies to adapt to evolving sustainability requirements and developments in their particular business sectors.
- Monitoring and recording sustainability risk incidents involving portfolio companies, including serious incidents which result in loss of life, serious injury, material effect on the environment or material breach of law and by promoting corrective actions.
- At the time of an exit, appropriately disclosing material sustainability matters, impacts and steps taken to manage them.

This approach is embedded in our investment process.

³ This RI Policy does not apply to investments made (i) by funds raised, or substantially raised, by fund management platforms prior to their acquisition by 3i or (ii) by funds raised, or substantially raised, prior to November 2011 when this RI Policy first became effective.

⁴ Certain areas of the RI Policy (e.g. the minimum corporate governance standards) do not apply to PPP / project investments by the Infrastructure business as they are either not relevant or inappropriate to those investments.

⁵ This Policy was introduced, and first became effective, in November 2011 and has been amended several times since then.

3. Exclusion and Referral Lists

3i's Exclusion List identifies businesses and activities in which 3i will not invest, whereas 3i's Referral List identifies those in which 3i may invest but which require further consideration, because they may be particularly sensitive or may raise material reputational issues.⁶ Investment opportunities involving businesses or activities on the Referral List must be discussed with the General Counsel and approved by the Chief Executive before substantial due diligence is initiated. Both the Exclusion and Referral Lists apply to new investments as well as acquisitions made by portfolio companies.

These lists are not exhaustive; judgement must be applied for activities not on the lists but which carry similar risks.

Exclusion List

3i will not invest in businesses which are engaged in any of the following activities or which meet any of the following criteria:

1. Use of slavery, servitude, human trafficking, forced labour, exploitation, compulsory labour, or harmful child labour⁷;
2. The production, marketing, use of, or trade in products or activities deemed illegal under applicable local or national laws or regulations, or banned through global conventions and agreements, including (but without limitation):
 - certain hazardous chemicals, pesticides and wastes⁸;
 - ozone depleting substances⁹; and
 - endangered or protected wildlife or wildlife products¹⁰.
3. Where the business:
 - is, or any of its direct or indirect owners or controllers are, on a sanctions list of the UK, EU, UN, US or any other relevant body or jurisdiction;
 - supplies or purchases products, goods or services where such supply or purchase is prohibited or restricted by product / sector sanctions applicable to particular countries; or
 - is located, or has any operations, in a country subject to comprehensive / country-wide sanctions¹¹.
4. The production, marketing or use of, or trade in, controversial weapons, including, but not limited to, anti-personnel mines, nuclear weapons, cluster weapons, biological and chemical weapons, depleted uranium, and white phosphorus munitions.
5. The trade in human body parts or organs.
6. Animal testing in relation to cosmetics.
7. The production, marketing or use of, or trade in, un-bonded asbestos fibres.

⁶ The restrictions set out in this section apply across all 3i's investment activities and may, from time-to-time, be supplemented by additional restrictions specific to individual funds managed or advised by 3i.

⁷ As defined and clarified by the UK Modern Slavery Act 2015 with subsequent amendments and ILO Conventions 29 & 105 on the elimination of forced and compulsory labour and ILO Conventions 138 & 182 on the abolition of child labour.

⁸ Including those specified in the 2004 Stockholm Convention on persistent organic pollutants (POPs) with amendments, the 2004 Rotterdam Convention on the prior informed consent procedure for certain hazardous chemicals and pesticides in international trade with amendments, and the 1992 Basel Convention on the control of transboundary movements of hazardous wastes and their disposal with amendments.

⁹ As covered in the 1989 Montreal Protocol with amendments on substances that deplete the ozone layer.

¹⁰ As covered in the 1975 Convention on international trade in endangered species of wild fauna and flora (CITES).

¹¹ This is intended to exclude businesses which have a physical presence in the relevant country such as a local office (e.g. a branch or subsidiary) or factory etc. Where the business does not have a physical presence in the relevant country but deals with agents, distributors, customers or suppliers etc. who are located in the relevant country, the 3i Sanctions Policy and related screening procedures refer the matter to the General Counsel for approval.

8. Where more than 10% of their current or planned revenues are derived from:
 - the ownership, operation, marketing or management of gambling facilities and/or the development or processing of gambling products which are unregulated and/or which, in the opinion of the Chief Executive or General Counsel, are or might be exploitative of vulnerable groups in society;
 - the production, distribution, marketing or trade in tobacco or tobacco products, e-cigarettes, vapes and other (unless primarily designed for medical purposes) tobacco-replacement products which contain nicotine;
 - the production, distribution, marketing or trade in narcotic products unless primarily designed for medical purposes; or
 - the production, distribution, hosting or marketing of material or activities relating to pornography.
9. Derives or intends to derive 10% or more of their current or planned revenues from any of the following activities: thermal coal mining, exploration and drilling, and coal mining services (“**coal companies**”).

Referral List

Where the potential portfolio company is involved in activities in the following list, it must be discussed with the General Counsel and approved by the Chief Executive before substantial due diligence is initiated. The Chief Executive will decide, following consultation with the General Counsel, whether the opportunity should be progressed.

1. Conducts business activities involving the use of controversial technologies including (but without limitation):
 - stem cell research;
 - genetic modification;
 - recruitment for human testing; or
 - animal testing in relation to food products, medical research and other controversial testing or production processes.
2. Produces, markets or makes use of, or trades in, weapons not mentioned in the Exclusion list.
3. Generates nuclear power or produces, handles or reprocesses nuclear fuels¹².
4. Is directly involved in any of the following activities: exploration, extraction, mining and/or production of oil, natural gas or other fossil fuels (irrespective of the percentage of revenues generated by these activities) i.e. including, but not limited to, integrated oil and gas companies, integrated gas companies, exploration and production pure players, refining and marketing pure players, oil products distributors, gas distributors and retailers and traditional oil and gas service companies (“**fossil fuel companies**”).
5. Derives or intends to derive 50% or more of its current or planned revenues from the sale, transmission and distribution of fossil fuels and/or the supply of equipment or services to fossil fuel companies.
6. Operates in specific locations where its activities carry high risk of material harm to people or the environment, such as:
 - environmentally protected areas¹³;
 - sites of scientific interest;
 - habitats of rare or endangered species¹⁴;
 - fisheries of economic importance;
 - land occupied by indigenous people or vulnerable groups;
 - primary or old growth forests of ecological significance; or

¹² This category is included in the referral list due to the sensitivities concerning management of health & safety risks.

¹³ Further guidance is available from the [IUCN Global Protected Area Programme](#).

¹⁴ Further guidance is available from the [IUCN Red List of Threatened Species](#).

- culturally or archaeologically significant areas.
7. Owns, operates, markets or manages gambling facilities and/or develops or processes gambling products which are regulated and which, in the opinion of the Chief Executive or General Counsel, have not been determined as exploitative or potentially exploitative of vulnerable groups in society.
 8. Derives or intends to derive 25% or more of its current or planned revenues from production, distribution, marketing of or trading in alcohol.
 9. Operates in the sub-prime financing sector.
 10. Derives or intends to derive 10% or more of their current or planned revenues from any other activities relating to coal-fired electricity, coal to liquids (CtL) and coal to gas (CtG) (“**coal products**”) not mentioned in the Exclusion list, including transport and logistics, transmission and distribution, processing, trading, equipment manufacturing, operations and maintenance (O&M) services and engineering, procurement and construction (EPC) services.
 11. Derives or intends to derive 10% or more of its current or planned revenues from the supply of products or services to companies whose principal business is excluded under the Exclusion List.
 12. Has key suppliers¹⁵ which are engaged in any of the activities included in the Exclusion List.

The referral list above is not exhaustive. It includes examples of investments that may cause significant harm to people and/or the environment, or that may reasonably be expected to give rise to reputational concerns for 3i. Investment teams are expected to exercise prudent judgement not only in such cases, but also those not listed and which carry similar risks. Before commencing substantial due diligence and/or incurring costs, investment teams are expected to work with the General Counsel and the 3i Sustainability team to provide evidence and analysis required to enable the Chief Executive to determine whether to support proceeding.

4. RI Policy Governance Arrangements

Executive Supervision: The 3i Group Board is responsible for oversight of the Group’s sustainability strategy, approach and policies (including this RI Policy). The Group Sustainability Committee is responsible for the periodic review of this RI Policy and for recommending any proposed changes to the Group Risk Committee. The Group Risk Committee is responsible for considering and, if thought appropriate, approving amendments to this RI Policy as proposed from time-to-time.

Policy first effective: November 2011

Date of next review: September 2027

¹⁵ A key supplier is one which accounts for 10% or more of the business’s total supplies on an individual or aggregate basis.

Appendix: 3i's minimum portfolio company requirements

3i sets specific minimum requirements of its portfolio companies across the following key areas and with the following objectives:

- **Corporate governance and business integrity:** to demonstrate a strong corporate governance, risk management and control culture, and a commitment to upholding high standards of business integrity;
- **Board and management reporting:** to support effective Board oversight through regular, high quality management information;
- **Financial systems and reporting:** to maintain robust financial controls, disciplined budgeting and reliable reporting;
- **Cyber security:** to maintain appropriate cyber security and information security controls; and
- **Sustainability:** to understand and manage material sustainability impacts and to set science-based targets where the SBTi provides an appropriate decarbonisation pathway.

3i does not expect all portfolio companies to meet its minimum requirements in full before, or immediately following, investment. However, 3i does expect portfolio company management teams to demonstrate a clear commitment to meeting them within a reasonable timeframe.

3i reviews its detailed minimum requirements on a regular basis.