

## 3i GROUP PLC ANNUAL GENERAL MEETING

Wednesday 12 July 2006

The Annual General Meeting for 2006 of 3i Group PLC was held on Wednesday 12 July 2006 at the Institution of Engineering and Technology, Savoy Place, WC2R 0BL, London.

A poll was held on each of the resolutions proposed, which were passed with large majorities as follows:

Resolutions	For	Against	Abstain
1. THAT the Company's Accounts for the year to 31 March 2006 and the Directors' report, the Auditors' report and the auditable part of the Directors' remuneration report be and they are hereby received and considered	318,369,189	1,709,736	6,070,815
2. THAT the Directors' remuneration report for the year to 31 March 2006 be and it is hereby approved	314,966,721	3,833,505	7,349,510
3. THAT a final dividend of 9.7 pence per share be and it is hereby declared, payable to those shareholders whose names appeared on the Register of Members at close of business on 23 June 2006	324,931,946	880,358	337,436
4. THAT Mme C J M Morin-Postel be and she is hereby reappointed as a Director of the Company	323,219,834	2,663,286	266,620
5. THAT Mr M J Queen be and he is hereby reappointed as a Director of the Company	324,884,276	1,004,348	261,116
6. THAT Mr F D Rosenkranz be	323,194,110	2,686,721	268,909

and he is hereby reappointed as a Director of the Company			
7. THAT Ernst & Young LLP be and they are hereby reappointed as Auditors of the Company to hold office until the conclusion of the next General Meeting at which Accounts are laid before the Members	322,076,035	3,860,939	212,766
8. THAT the Board be and it is hereby authorised to fix the Auditors' remuneration	322,135,284	3,812,550	201,906
9. To renew the Company's authority to incur political expenditure	318,240,249	7,398,836	510,655
10. To renew the authority of 3i plc to incur political expenditure	318,189,198	7,444,832	515,710
11. THAT executive Directors be and they are hereby authorised to participate in the co-investment arrangements described in the notes relating to Resolution 11 set out in the Notice of Annual General Meeting dated 10 May 2006	319,521,623	2,739,128	3,888,989
12. To authorise an increase in the limit on the number of shares which may be held by The 3i Group Employee Trust from 2.5% to 5% of the Company's issued share capital	314,295,618	1,374,498	10,479,624
13. To renew the Directors' authority to allot shares	320,280,824	5,643,999	224,917

14. To renew the Directors' authority to allot shares for cash	324,645,939	1,367,709	136,092
15. To renew the Company's authority to purchase its own shares	324,958,350	999,262	192,128