



Special Dividend, Proposed Share Consolidation and Proposed Investment Policy Change – Publication of EGM Circular

4 June 2015

Further to its announcement on 12 May 2015 of the payment of a special dividend and proposed share consolidation, 3i Infrastructure plc (the "Company") has today posted to shareholders a circular (the "EGM Circular") regarding the special dividend and the share consolidation. The EGM Circular also includes details of a proposed amendment to the Company's investment policy. The EGM Circular contains the notice of an extraordinary general meeting of the Company (the "EGM") to be held at 60 Victoria Embankment, London EC4Y 0JP on Tuesday 7 July 2015, at 11.15am or as soon as the Company's annual general meeting, to be held on the same date at the same venue, has finished.

Key points relating to the proposals are as follows:

- The Company will return £150 million to Shareholders by way of a special dividend of 17 pence per existing Ordinary Share.
- A Share Consolidation is proposed, with every 10 Existing Ordinary Shares being consolidated into 9 New Ordinary Shares. The Share Consolidation is intended to maintain comparability, as far as possible, of the Company's share price before and after the payment of the Special Dividend.
- The Board proposes to amend the Company's Investment Policy so that the Company may make investments of a size up to 25% of the Company's gross assets, including cash holdings, measured at the time of the making of the investment, increased from the current limit of 20% of gross assets.

Key expected dates are as follows:

Latest time and date for receipt of EGM Proxy Forms	11.15am on Sunday 5 July 2015
Extraordinary General Meeting	11.15am on Tuesday 7 July 2015
Record date for participation in the Special Dividend and for the Share Consolidation	5.00pm on Tuesday 7 July 2015
Commencement of dealings in New Ordinary Shares	8.00am on Wednesday 8 July 2015
Ordinary Shares marked ex-Special Dividend	Wednesday 8 July 2015
CREST accounts credited with New Ordinary Shares	Wednesday 8 July 2015
Despatch of certificates for New Ordinary Shares	Wednesday 15 July 2015
Payment of the Special Dividend to Shareholders	Friday 31 July 2015

All references are to London time. If any of these times or dates change, the revised times or dates will be notified to shareholders through a Regulatory Information Service.

Defined terms used in this announcement shall bear the meanings given in the EGM Circular.

A copy of the EGM Circular has been made available on the Company's website (www.3i-infrastructure.com) and submitted to the National Storage Mechanism and will shortly be available for inspection at: www.morningstar.co.uk/uk/NSM

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