

2021 Annual General Meeting – Results of Meeting

30 April 2021 (London)

At the 2021 Annual General Meeting of Shareholders of Janus Henderson Group plc (the ‘Company’) held in Denver, Colorado, on 29 April 2021, the shareholders voted on the 14 resolutions contained in the Notice of Annual General Meeting (dated 19 March 2021 and lodged with the ASX and SEC), and all of the resolutions were adopted by the required vote of the shareholders. All resolutions were decided on a poll, and no resolutions were amended or withdrawn. The results of the voting on each resolution are set forth below.

Resolution 1: Annual Report and Accounts

It was resolved, as an ordinary resolution, to receive the Annual Report and Accounts of the Company for the financial year ended 31 December 2020 and the reports of the Directors and Auditors thereon.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	144,440,329	99.93	108,158	0.07	1,239,469	0	0	83.87
Total number of votes cast on the poll:	0	0	0	0.0	0	0	0	0
Total number of votes cast:	144,440,329	99.93	108,158	0.07	1,239,469	0	0	83.87

Resolution 2

It was resolved, as an ordinary resolution, to reappoint Ms Alison Davis as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,802,554	99.64	495,000	0.36	496,489	0	5,993,913	80.82
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,802,554	99.64	495,000	0.36	496,489	0	5,993,913	80.82

Resolution 3

It was resolved, as an ordinary resolution, to reappoint Ms Kalpana Desai as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,804,326	99.64	499,264	0.36	490,453	0	5,993,913	80.83
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,804,326	99.64	499,264	0.36	490,453	0	5,993,913	80.83

Resolution 4

It was resolved, as an ordinary resolution, to reappoint Mr Jeffrey Diermeier as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,781,662	99.62	523,435	0.38	488,946	0	5,993,913	80.83
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,781,662	99.62	523,435	0.38	488,946	0	5,993,913	80.83

Resolution 5

It was resolved, as an ordinary resolution, to reappoint Mr Kevin Dolan as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,782,328	99.62	522,644	0.38	489,071	0	5,993,913	80.83
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0

Total number of votes cast:	138,782,328	99.62	522,644	0.38	489,071	0	5,993,913	80.83
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Resolution 6

It was resolved, as an ordinary resolution, to reappoint Mr Eugene Flood Jr as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,808,731	99.64	496,512	0.36	488,800	0	5,993,913	80.83
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,808,731	99.64	496,512	0.36	488,800	0	5,993,913	80.83

Resolution 7

It was resolved, as an ordinary resolution, to reappoint Mr Richard Gillingwater as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	133,285,231	96.02	5,518,185	3.98	990,627	0	5,993,913	80.54
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	133,285,231	96.02	5,518,185	3.98	990,627	0	5,993,913	80.54

Resolution 8

It was resolved, as an ordinary resolution, to reappoint Mr Lawrence Kochard as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,380,941	99.34	924,485	0.66	488,617	0	5,993,913	80.83

Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,380,941	99.34	924,485	0.66	488,617	0	5,993,913	80.83

Resolution 9

It was resolved, as an ordinary resolution, to reappoint Mr Glenn Schafer as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	138,361,994	99.32	944,113	0.68	487,936	0	5,993,913	80.83
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,361,994	99.32	944,113	0.68	487,936	0	5,993,913	80.83

Resolution 10

It was resolved, as an ordinary resolution, to reappoint Angela Seymour-Jackson as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	123,736,618	88.82	15,567,502	11.18	489,923	0	5,993,913	80.83
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	123,736,618	88.82	15,567,502	11.18	489,923	0	5,993,913	80.83

Resolution 11

It was resolved, as an ordinary resolution, to reappoint Mr Richard Weil as a Director of the Company.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies	138,672,598	99.58	581,651	0.42	539,794	0	5,993,913	80.80

validly appointed:								
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,672,598	99.58	581,651	0.42	539,794	0	5,993,913	80.80

Resolution 12: Reappointment of the Auditors

It was resolved, as an ordinary resolution, to reappoint PricewaterhouseCoopers LLP as Auditors to the Company and to authorise the Audit Committee of the Board of Directors to determine the remuneration of the Auditors.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	145,018,362	99.74	377,546	0.26	392,048	0	0	84.36
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	145,018,362	99.74	377,546	0.26	392,048	0	0	84.36

Resolution 13: Authority to purchase own shares

It was resolved, as a special resolution, to authorize the Company to make purchases on a stock exchange of its ordinary shares, subject to certain specified conditions.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all proxies validly appointed:	139,006,834	99.86	195,690	0.14	591,519	0	5,993,913	80.77
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	139,006,834	99.86	195,690	0.14	591,519	0	5,993,913	80.77

Resolution 14: Authority to purchase own CDIs

It was resolved, as a special resolution, to authorize the Company to make purchases on a stock exchange of its Chess Depository Interests (CDIs), subject to certain specified conditions.

	For	%	Against	%	Abstain*	Discretion	Broker non-votes*	% of ISC Voted**
Total number of proxy votes exercised by all	138,929,692	99.85	211,006	0.15	653,345	0	5,993,913	80.73

proxies validly appointed:								
Total number of votes cast on the poll:	0	0	0	0.0	0	N/A	N/A	0
Total number of votes cast:	138,929,692	99.85	211,006	0.15	653,345	0	5,993,913	80.73

* In tabulating the voting results, only FOR and AGAINST votes are counted. Broker non-votes and abstentions are counted only for purposes of determining whether a quorum is present.

** Issued Share Capital as at the record date (11 March 2021): 172,349,989 shares.

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Authorised by:

Michelle Rosenberg, Company Secretary

Investor enquiries

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About Janus Henderson

Janus Henderson Group is a leading global active asset manager dedicated to helping investors achieve long-term financial goals through a broad range of investment solutions, including equities, fixed income, quantitative equities, multi-asset and alternative asset class strategies.

At 31 March 2021, Janus Henderson had approximately US\$405 billion in assets under management, more than 2,000 employees, and offices in 26 cities worldwide. Headquartered in London, the company is listed on the New York Stock Exchange (NYSE) and the Australian Securities Exchange (ASX).