Notification of dividend / distribution

Update Summary

**Entity name**
HENDERSON GROUP PLC.

**Security on which the Distribution will be paid**
HGG - CHESS DEPOSITARY INTERESTS

**Announcement Type**
Update to previous announcement

**Date of this announcement**
Friday April 29, 2016

**Reason for the Update**
Shareholders approved dividend at Annual General Meeting held on 28 April 2016.

Refer to below for full details of the announcement

**Announcement Details**

**Part 1 - Entity and announcement details**

1.1 Name of Entity
HENDERSON GROUP PLC.

1.2 Registered Number Type
ABN

1.3 ASX issuer code
HGG

1.4 The announcement is
Update/amendment to previous announcement

1.4a Reason for update to a previous announcement
Shareholders approved dividend at Annual General Meeting held on 28 April 2016.

1.4b Date of previous announcement(s) to this update
Thursday February 11, 2016

1.5 Date of this announcement
Friday April 29, 2016

1.6 ASX +Security Code
HGG

Notification of dividend / distribution
2A.1 Type of dividend/distribution
Ordinary

2A.2 The Dividend/distribution:
relates to a period of six months

2A.3 The dividend/distribution relates to the financial reporting or payment period ending ended/ending (date)
Thursday December 31, 2015

2A.4 +Record Date
Friday May 6, 2016

2A.5 Ex Date
Thursday May 5, 2016

2A.6 Payment Date
Friday May 27, 2016

2A.7 Are any of the below approvals required for the dividend/distribution before business day 0 of the timetable?
- Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity required before business day 0 of the timetable for the dividend/distribution.

Yes

2A.7a Approvals

<table>
<thead>
<tr>
<th>Approval/condition</th>
<th>Date for determination</th>
<th>Is the date estimated or actual?</th>
<th>**Approval received/condition met?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Securityholder approval</td>
<td>Thursday April 28, 2016</td>
<td>Actual</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Comments
Ordinary resolution to approve dividend was passed at AGM held on 28 April 2016

2A.8 Currency in which the dividend/distribution is made ("primary currency")
GBP - Pound Sterling

2A.9 Total dividend/distribution payment amount per +security (in primary currency) for all dividends/distributions notified in this form
GBP 0.07200000

Notification of dividend / distribution
2A.9a AUD equivalent to total dividend/distribution amount per security

2A.9b If AUD equivalent not known, date for information to be released
Friday May 6, 2016

2A.10 Does the entity have arrangements relating to the currency in which the dividend/distribution is paid to securityholders that it wishes to disclose to the market?
Yes

2A.11 Does the entity have a securities plan for dividends/distributions on this security?
We do not have a securities plan for dividends/distributions on this security

2A.12 Does the entity have tax component information apart from franking?
No

2A.13 Withholding tax rate applicable to the dividend/distribution

Part 2B - Currency Information

2B.1 Does the entity default to payment in certain currencies dependent upon certain attributes such as the banking instruction or registered address of the securityholder? (For example NZD to residents of New Zealand and/or USD to residents of the U.S.A.).
Yes

2B.2 Please provide a description of your currency arrangements

Payment defaults to GBP for holders of ordinary shares, AUD for CDI holders resident in Australia and NZD for CDI holders resident in New Zealand.

2B.2a Other currency/currencies in which the dividend/distribution will be paid:

<table>
<thead>
<tr>
<th>Currency</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>AUD - Australian Dollar</td>
<td>AUD</td>
</tr>
<tr>
<td>NZD - New Zealand Dollar</td>
<td>NZD</td>
</tr>
</tbody>
</table>

2B.2b Please provide the exchange rates used for non-primary currency payments

2B.2c If payment currency equivalent and exchange rates not known, date for information to be released
Friday May 6, 2016

2B.3 Can the securityholder choose to receive a currency different to the currency they would receive under the default arrangements?
Yes
2B.3a Please describe what choices are available to a securityholder to receive a currency different to the currency they would receive under the default arrangements

Holders who provide a bank account, which accepts deposits in certain currencies, to Computershare can receive payment in the respective currency of that account.

2B.3b Date and time by which any document or communication relating to the above arrangements must be received in order to be effective for this dividend/distribution
Friday May 6, 2016 17:00:00

2B.3c Please provide, or indicate where relevant forms can be obtained and how and where they must be lodged

Computershare UK: +44 (0)1534 281842
www.investorcentre.co.uk
Computershare Australia: 1300 137 981 (within Australia) or 61 3 9415 4081 (international)
www.investorcentre.com/au

Part 3A - Ordinary dividend/distribution

3A.1 Is the ordinary dividend/distribution estimated at this time?
No

3A.1a Ordinary dividend/distribution estimated amount per +security
GBP

3A.2 Is the ordinary dividend/distribution franked?
No

3A.3 Percentage of ordinary dividend/distribution that is franked
0.0000 %

3A.4 Ordinary dividend/distribution franked amount per +security
GBP 0.00000000

3A.5 Percentage amount of dividend which is unfranked
100.0000 %

3A.6 Ordinary dividend/distribution unfranked amount per +security excluding conduit foreign income amount
GBP 0.07200000

Part 5 - Further information

5.1 Please provide any further information applicable to this dividend/distribution

5.2 Additional information for inclusion in the Announcement Summary