

Registered number: 1721385

# **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2019**

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## **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

### **COMPANY INFORMATION**

**DIRECTORS**

R M Thompson  
R W Chaudhuri

**COMPANY SECRETARY**

Henderson Secretarial Services Limited

**REGISTERED NUMBER**

1721385

**REGISTERED OFFICE**

201 Bishopsgate  
London  
EC2M 3AE

**INDEPENDENT AUDITORS**

PricewaterhouseCoopers LLP  
7 More London Riverside  
London  
SE1 2RT

**BANKERS**

The Royal Bank of Scotland plc  
2 1/2 Devonshire Square  
London  
EC2M 4XJ

## **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

### **CONTENTS**

	Page(s)
<b>Strategic Report</b>	1 - 2
<b>Directors' Report</b>	3 - 5
<b>Directors' Responsibilities Statement</b>	6
<b>Independent Auditors' Report</b>	7 - 9
<b>Income Statement</b>	10
<b>Statement of Comprehensive Income</b>	10
<b>Statement of Financial Position</b>	11
<b>Statement of Changes in Equity</b>	12
<b>Notes to the Financial Statements</b>	13 - 26

## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

### STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The Directors present the report and the audited financial statements of Henderson Global Investors (Holdings) ("the Company"), for the year ended 31 December 2019.

#### PRINCIPAL ACTIVITIES AND FUTURE OUTLOOK

The principal activity of the Company is to act as an investment holding company. The Directors do not envisage a change of activities in the foreseeable future.

#### BUSINESS REVIEW

The Company is a wholly owned subsidiary of Janus Henderson Group plc ("JHG plc" or "the Group"). The Group is run on an integrated basis through business units, not by the legal construct of its subsidiaries. Therefore the Company's strategy and business model is governed by that of the Group which is set out in detail in the Annual Report and Accounts of the Group, which can be obtained from its registered office as set out in note 20. The Group provides investment management services to clients throughout Europe, the Americas and Asia. The Group manages a broad range of actively managed investment products for institutional and retail investors, across multiple asset classes, including equities, fixed income, multi-asset and alternatives.

On 31 January 2020, the UK left the European Union ("EU"), commonly referred to as "Brexit". Under the terms of the Brexit withdrawal agreement between the UK and the EU, the UK has entered a transition period whereby it is no longer a member of the EU but will remain a member of the single market and customs union until 31 December 2020. Arrangements for trade with the EU will remain essentially unchanged until the end of the transition period. At the end of the transition period, the UK's relationship with the EU will be determined by the new agreements it will enter into on trade and other areas of co-operation. In the absence of the UK and the EU agreeing on a trade deal to begin when the transition period ends, or agreeing on an extension to the transition period, the UK will exit the transition period on 31 December 2020, trading on World Trade Organization terms with the EU. The Group's management continue to assess the risks associated with Brexit as well as the necessary contingency preparations as negotiations progress during the transition period. Brexit is not expected to have a material impact on the Company.

In March 2020, the World Health Organization declared the novel coronavirus ("COVID-19") to be a pandemic. COVID-19 is having a significant impact on the global economy, including the UK economy, both through the effects of the virus itself and the measures taken by governments to restrict its spread. Please refer to the Principal Risks and Uncertainties section for further information.

#### PRINCIPAL RISKS AND UNCERTAINTIES

The Group's risk management framework helps the Group meet its business objectives within acceptable risk parameters and it is reviewed regularly to early identify new and emerging risks. The Group's culture embeds the management of risk at all levels within the organisation. Please refer to the Group Annual Report and Accounts as set out in note 20, for the major risks affecting the Group. Of those risks, the following risks relate specifically to the Company:

##### COVID - 19

In March 2020, the World Health Organization declared the novel coronavirus ("COVID-19") to be a pandemic. COVID-19 is having a significant impact on the global economy, including the UK economy, both through the effects of the virus itself and the measures taken by governments to restrict its spread.

The extent of the impact of COVID-19 on the Company depends on future developments, including the duration of the pandemic and the volatility and market value of the global financial markets, all of which are highly uncertain. However, it is possible that COVID-19 may have a material impact on the valuation of the Company's investments in subsidiary undertakings, which could result in the Company having to recognise impairment charges on those investments.

The Group has a robust and detailed business continuity plan in place to ensure that the Group's operations can continue effectively during the COVID-19 pandemic, including processes to limit the spread of the virus between employees. The Company's management continues to assess the risks associated with COVID-19 and to mitigate them where possible.

## **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

### **STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2019**

#### **KEY PERFORMANCE INDICATORS ('KPIs')**

The Board of JHG plc, the Company's ultimate parent undertaking, monitors the performance of the Group against plan using a number of financial and non-financial performance measures. Please refer to the Janus Henderson Group plc Annual Report for a review of the Group's KPIs. As a Group holding Company, this Company does not have KPIs relevant to its performance during the year and does not contribute significantly to the Group's KPIs.

#### **STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN ACCORDANCE WITH S172(1) COMPANIES ACT 2006**

The Directors consider, both individually and together, that they have acted in a way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Act) in the decisions taken during the year ended 31 December 2019.

Section 172 requires a director to have regard, amongst other matters to the:

- likely consequences of any decisions in the long term;
- interests of the Company's employees;
- need to foster the Company's business relationships with suppliers, customers and others;
- impact of the Company's operations on the community and environment;
- desirability of the Company maintaining a reputation for high standards of business conduct; and
- need to act fairly between members of the Company.

In discharging its section 172 duties, the Board has had regard to the factors set out above in so far as they are relevant to the Company's activities; the relative importance of each factor will vary depending on the decision being taken. In addition, the Board recognises that certain decisions will require the Board to consider additional factors, as appropriate.

The Company's key stakeholders are its ultimate beneficial owner and the community; the interest of these stakeholders are considered as part of the Board's decision making, as appropriate. While there are cases where the Board might engage directly with certain stakeholders, being part of a Group means that other stakeholder engagement may take place at Group level, where it is appropriate to do so. This is a more effective and efficient means to help the Company and wider Group to achieve a greater impact.

The following items are material developments, activities or transactions for the Company during the financial year:

Financial performance:

Dividend payments were considered and approved by the Board after taking distributable profits into account.

This report was approved by the Board of Directors on 10 November 2020 and signed on its behalf by:



**R W Chaudhuri**  
Director

## **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019**

The Directors present their report and the audited financial statements for the year ended 31 December 2019.

#### **RESULTS AND DIVIDENDS**

The loss for the financial year, after taxation, amounted to £13,439,000 (2018: profit £16,505,000).

Dividends paid in the year amount to £85,000,000 (2018: £Nil).

#### **DIRECTORS**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were:

A N Kurzon (resigned 23 August 2019)  
R M Thompson  
R W Chaudhuri (appointed 01 August 2019)

#### **FUTURE DEVELOPMENTS**

The future outlook and the principal risks and uncertainties for the Company are set out in the Strategic Report.

#### **GOING CONCERN**

The Company has a surplus of current financial obligations over its current assets. The amounts due to fellow Group undertakings are only repayable upon demand, however if the Company finds itself unable to meet its obligations as they fall due, Janus Henderson Group plc, the Company's ultimate parent undertaking, has confirmed that it will exercise its influence as holding company of the Group to ensure that the necessary financial support will be provided to allow the Company to meet its obligations. Accordingly, the Directors have continued to adopt the going concern basis in the preparation of these financial statements.

#### **DISCLOSURE OF INFORMATION TO AUDITORS**

So far as each person who was a Director at the date of approving this report is aware, there is no relevant audit information of which the auditors are unaware. Each Director has taken all the steps that they are obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

### DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2019

#### ENGAGEMENT WITH EMPLOYEES

The Companies (Miscellaneous Reporting) Regulations 2018 require the Directors report to include a statement that describes the action that has been undertaken with regards to employee engagement and how Directors have considered employee interests in the principal decisions taken in the year.

Although the Company has no employees, a direct subsidiary of the Company, Henderson Administration Limited ('HAL'), employs the Group's UK employees.

These employees provide administrative and other services to other Group companies. HAL's employees are essential to meeting the Group's purpose to deliver investment services to clients. It is HAL's priority to attract, develop, manage and maintain employees to deliver the above-mentioned services.

The Group has multiple measures in place to ensure employee stakeholders have opportunities to offer input, influence strategy, decision-making, and share in the Group's success. Examples include:

- **UK Communications Forum:** Comprised of employee representatives from each business area, this Forum meets quarterly and is represented by the Co-Head of HR. The Co-Head of HR provides updates regarding significant business issues to the Forum and gathers employee feedback to address topics of importance to the populace.
- **Annual Engagement Survey:** Employees participate in an annual Employee Engagement Survey to inform decision-making and strategic initiatives. The collective results are reported, followed by action plans to address any opportunities that best serve employees.
- **Share Plans:** Offered as a key component of HAL's employee benefits package, Share Plans are granted during the annual bonus cycle. Employees can also elect to participate HMRC approved schemes such as Employee Sharesave and Employee Sharepurchase.
- **Results Briefings:** Held every six months, employees are invited to attend results briefings where information is shared about the Group's performance and strategic direction, along with context on the overall economic landscape in which the Group operates.

The Board recognises the impact employees have on the Group's success and is committed to understanding their needs and requirements to ensure a positive working environment. The following describe how employees have been engaged during the year:

Employee Resources Groups within the Group offer insight to build an inclusive workplace for employees. The Group, has made strategic advancements in its policies, recruitment efforts and employee professional development. It continues to focus on opportunities to improve amongst other areas and are working diligently to close the gender pay gap and achieve gender balance within the organisation. Some accomplishments during the year include providing educational sessions regarding work flexibility and the Group's Flexible/Agile Work Policy, delivering Unconscious Bias training to employees and participating in a variety of community events tied to the objectives of our Employee Resource Groups.

#### Disabled employees

It is Group policy to treat employees in the same way regardless of disability and this policy applies to all terms of employment including training, transfers and career development and progression.

All vacancies are filled based on merit and disabled applicants are encouraged to apply with HAL making any necessary arrangements to encourage such applicants.

HAL aims to retain employees who become disabled during their employment, either in the same position or an equal alternative position. Appropriate training is provided to ensure continuing employment where practicable.

Progression is based on merit and, wherever practicable, appropriate training is provided to employees, who are all encouraged to manage their own careers.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2019****EVENTS AFTER THE END OF THE REPORTING YEAR**

In March 2020, the World Health Organization declared COVID-19 to be a pandemic. COVID-19 is expected to have an adverse effect on the Company's business and financial results. However, the situation is fluid and continues to evolve. As a result of this uncertainty, it is difficult to predict the extent to which COVID-19 will impact the Company's business and financial results.

Given that the most significant effects of COVID-19 and the measures taken by governments to restrict its spread occurred after the balance sheet date, COVID-19 is considered to be a non-adjusting post balance sheet event and, therefore, the measurement of assets and liabilities in the accounts have not been adjusted for its potential impact.

The extent of the impact of COVID-19 on the Company depends on future developments, including the duration of the pandemic, and the volatility and market value of the global financial markets, all of which are highly uncertain. While it is too early to estimate its financial effect, COVID-19 is expected to adversely affect the Company's financial results, including, without limitation, the valuation of the Company's investments in subsidiaries, which may result in the need to recognise future impairments. As at 31 December 2019, the Company determined that the total recoverable amount of its investments in subsidiaries was £1,450,000,000 in excess of their total carrying value. An impairment charge would be recognised if the value of the Company's individual investment in subsidiary balances at 31 December 2019 fell by a range of between 0% and 98%.

On 21 October 2020, the Directors approved the payment of an interim dividend of £30,000,000.

The Board of Directors has not received as at 10 November 2020, being the date the financial statements were signed, any other information concerning significant conditions in existence at the reporting date, which have not been reflected in the financial statements as presented.

**INDEPENDENT AUDITORS**

It is the intention of the Directors to reappoint the Auditors under the deemed appointment rules of section 487 of the Companies Act 2006.

This report was approved by the Board and signed on 10 November 2020 by order of the Board by:



R W Chaudhuri  
Director



## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

### DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.



R W Chaudhuri  
Director  
10 November 2020

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

***Independent auditors' report to the members of Henderson Global Investors (Holdings) Limited***

**Report on the audit of the financial statements**

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**Opinion**

In our opinion, Henderson Global Investors (Holdings) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2019; the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

*Independence*

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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**Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

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**Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion on, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material

## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

### *Strategic Report and Directors' Report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

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## **Responsibilities for the financial statements and the audit**

### *Responsibilities of the directors for the financial statements*

As explained more fully in the Directors' Responsibilities Statement set out on page 6, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### *Auditors' responsibilities for the audit of the financial statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### *Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

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### Other required reporting

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#### Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Saira Choudhry (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London

10 November 2020

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****INCOME STATEMENT  
FOR THE YEAR ENDED 31 DECEMBER 2019**

	<b>Note</b>	<b>2019 £000</b>	<b>2018 £000</b>
Dividends received from subsidiary undertakings	4	<b>74,837</b>	52,702
Operating expenses	3	<b>597</b>	1,094
Impairment of subsidiary undertakings	11	<b>(73,510)</b>	(25,520)
<b>Operating profit</b>		<b>1,924</b>	28,276
Finance income	8	<b>4,028</b>	8,109
Finance expense	9	<b>(19,524)</b>	(19,935)
Other income		<b>133</b>	200
<b>(Loss)/profit before tax</b>		<b>(13,439)</b>	16,650
Taxation	10	-	(145)
<b>(Loss)/profit for the financial year</b>		<b>(13,439)</b>	16,505

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2019**

	<b>2019 £000</b>	<b>2018 £000</b>
(Loss)/profit for the financial year	<b>(13,439)</b>	16,505
<b>Total comprehensive (expense)/income for the financial year</b>	<b>(13,439)</b>	16,505

The notes on pages 13 to 26 form part of these financial statements.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**  
**REGISTERED NUMBER: 1721385**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2019**

	Note	2019 £000	2018 £000
<b>Non-current assets</b>			
Contingent consideration		-	3,066
Investments	11	604,996	678,506
<b>Current assets</b>			
Trade and other receivables	12	466,200	406,263
Cash	13	1,938	-
<b>Total assets</b>		<u>1,073,134</u>	<u>1,087,835</u>
<b>Current liabilities</b>			
Trade and other payables	14	<u>(771,218)</u>	<u>(687,480)</u>
<b>Total liabilities</b>		<u>(771,218)</u>	<u>(687,480)</u>
<b>Total assets less current liabilities</b>		<u>301,916</u>	<u>400,355</u>
<b>Net assets</b>		<u>301,916</u>	<u>400,355</u>
<b>Capital and reserves</b>			
Ordinary share capital	16	50,465	50,465
Profit and loss account	15	251,451	349,890
<b>Total equity</b>		<u>301,916</u>	<u>400,355</u>

The financial statements on pages 10 to 26 were approved for issue by the board and were signed on 10 November 2020 by:



**R W Chaudhuri**  
 Director

The notes on pages 13 to 26 form part of these financial statements.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Ordinary share capital	Profit and loss account	Total equity
	£000	£000	£000
At 1 January 2019	50,465	349,890	400,355
<b>Comprehensive expense for the financial year</b>			
Loss for the financial year	-	(13,439)	(13,439)
<b>Contributions by and distributions to owners</b>			
Dividends paid (note 17)	-	(85,000)	(85,000)
<b>At 31 December 2019</b>	<b>50,465</b>	<b>251,451</b>	<b>301,916</b>

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Ordinary share capital	Profit and loss account	Total equity
	£000	£000	£000
At 1 January 2018	50,465	333,385	383,850
<b>Comprehensive income for the year</b>			
Profit for the year	-	16,505	16,505
<b>At 31 December 2018</b>	<b>50,465</b>	<b>349,890</b>	<b>400,355</b>

The notes on pages 13 to 26 form part of these financial statements.

## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

#### 1. ACCOUNTING POLICIES

##### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ('FRS 101') and the Companies Act 2006.

The Company financial statements are presented in Pound Sterling (GBP) and all values are rounded to the nearest thousand pounds, except where otherwise indicated. The Company is a private limited company incorporated and domiciled in the United Kingdom.

Accounting policies have been consistently applied to all the years presented unless otherwise stated.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. In the process of applying the Company's accounting policies, management has made significant judgements involving estimations and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

The Company is a wholly owned subsidiary of HGI Group Limited and of its ultimate parent, Janus Henderson Group plc. The Company's results form part of the consolidated financial statements of Janus Henderson Group plc which are publicly available, see note 20. Therefore the Company is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

##### 1.2 FINANCIAL REPORTING STANDARD 101 - REDUCED DISCLOSURE EXEMPTIONS

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m) B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 91-99 of IFRS 13: Fair Value Measurement;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member; and
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

##### 1.3 ADOPTION OF NEW AND REVISED STANDARDS

There are no amendments to accounting standards that are effective for the year ended 31 December 2019 that are expected to impact amounts recognised in the current or future periods of the Company.



## **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019**

#### **1. ACCOUNTING POLICIES (CONTINUED)**

##### **1.4 GOING CONCERN**

The Company has a surplus of current financial obligations over its current assets. The amounts due to fellow Group undertakings are only repayable upon demand, however if the Company finds itself unable to meet its obligations as they fall due, Janus Henderson Group plc, the Company's ultimate parent undertaking, has confirmed that it will exercise its influence as holding company of the Group to ensure that the necessary financial support will be provided to allow the Company to meet its obligations. Accordingly, the Directors have continued to adopt the going concern basis in the preparation of these financial statements.

##### **1.5 OPERATING EXPENSES**

Operating expenses are accrued and recognised as incurred.

##### **1.6 FINANCE INCOME AND EXPENSE**

Interest income and interest expense is recognised as it accrues using the effective interest rate method.

##### **1.7 DIVIDENDS RECEIVED FROM SUBSIDIARY UNDERTAKINGS**

Dividends received from subsidiary undertakings are recognised on the date that the right to receive payment has been established.

##### **1.8 INCOME TAX**

The Company provides for current tax expense according to the tax laws in each jurisdiction in which it operates, using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised only to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Income tax relating to items recognised in the Statement of Comprehensive Income and Statement of Changes in Equity is also recognised in the respective statement and not in the Income Statement.

##### **1.9 INVESTMENTS**

Investments consist of investments in subsidiary undertakings. These investments are held at cost less any impairment in value where circumstances indicate that the carrying value may not be recoverable.

## HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

#### 1. ACCOUNTING POLICIES (CONTINUED)

##### 1.10 TRADE AND OTHER RECEIVABLES

Trade and other receivables are initially recognised at fair value, normally equivalent to the invoice amount. When the time value of money is material, the fair value is discounted. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

##### 1.11 TRADE AND OTHER PAYABLES

Trade and other payables are stated at amortised cost using the effective interest method. Amortised cost is calculated by taking into account any issue costs and any discount or premium on settlement.

##### 1.12 CASH

Cash amounts represent cash in hand and on demand deposits.

##### 1.13 FOREIGN CURRENCY TRANSLATION

The functional currency of the Company is GBP. Transactions in foreign currencies are recorded at the appropriate exchange rate prevailing at the date of the transaction. Foreign currency monetary balances at the reporting date are converted at the prevailing exchange rate. Foreign currency non-monetary balances carried at fair value or cost are translated at the rates prevailing at the date when the fair value or cost is determined. Gains and losses arising on retranslation are taken to the Income Statement.

##### 1.14 SHARE CAPITAL

The Company's ordinary shares of 10 pence each are classified as equity instruments. Shares issued by the Company are recorded at the fair value of the proceeds received or the market price on the day of issue. Direct issue costs, net of tax, are deducted from equity through share premium.

##### 1.15 DIVIDEND RECOGNITION

Dividend distributions to the Company's shareholders are recognised in the accounting period in which the dividends are declared as a deduction from equity.

#### 2. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the process of applying the Company's accounting policies, management has made the below significant judgement involving estimations and assumptions:

##### *Impairment of investments*

Investments are reviewed for impairment at each reporting date or more frequently if there are indicators that the carrying value is impaired. Management also exercises judgement in determining whether a decrease in the value of an asset meets the prolonged and significant test.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****3. OPERATING EXPENSES**

Operating expenses comprise:

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Recharges from Group undertakings	<b>204</b>	102
Foreign exchange differences	<b>(801)</b>	(1,196)
	<b>(597)</b>	(1,094)

**4. DIVIDENDS RECEIVED FROM SUBSIDIARY UNDERTAKINGS**

Dividends received from the Company's direct subsidiaries were as follows:

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Henderson Investment Management Limited	-	22,702
Henderson Investment Funds Limited	<b>30,000</b>	30,000
Alphagen Capital Limited	<b>30,000</b>	-
Henderson Fund Management Limited	<b>8,500</b>	-
New Star Asset Management (Bermuda) Limited	<b>6,337</b>	-
	<b>74,837</b>	52,702

**5. AUDITORS' REMUNERATION**

Auditors' remuneration of £7,500 (2018: £10,905) in respect of the Company's financial statements is borne by a fellow Group undertaking.

In relation to the Company's direct and indirect subsidiaries, auditors' remuneration of £363,377 (2018: £253,999) in respect of statutory audit fees was also borne by a fellow Group undertaking.

**6. EMPLOYEES**

The Company did not have employees during the current or prior year. The UK group employees' contracts of employment are with Henderson Administration Limited, a Group undertaking, and staff costs are disclosed in that company's financial statements.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****7. DIRECTORS' REMUNERATION**

The Directors of the Company were employed and remunerated as directors and executives of the Group in respect of their services to the Group as a whole. The Directors believe that it is not practicable to apportion part of their remuneration to their services as Directors of the Company.

Total emoluments for the Directors of the Company are presented as follows:

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Total emoluments to company Directors	<b>2,277</b>	7,305
Emoluments paid to highest paid Director	<b>1,825</b>	4,925
Pension Contributions made in respect of the highest paid Director	-	-
Money Purchase Pension Scheme contributions	<b>15</b>	15

Emoluments comprise salaries, bonuses and other employee benefits:

The number of Directors accruing benefits under pension schemes during the year was:

Money Purchase Pension Scheme	<b>2</b>	<b>1</b>
	-	-

During the year one of the Directors of the Company exercised share options (2018: three). Two Directors of the Company received shares under the Group's long term incentive schemes (2018: three received shares under the Group's long term incentive schemes).

The highest paid Director of the Company was awarded shares under the Group's long term incentive schemes and did exercise options during 2019 and 2018.

**8. FINANCE INCOME**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Interest receivable on balances due from Group undertakings	<b>3,190</b>	7,085
Other finance income	<b>838</b>	1,024
	<b>4,028</b>	8,109

**9. FINANCE EXPENSE**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Interest payable on balances due to Group undertakings	<b>19,524</b>	19,935
	<b>19,524</b>	19,935

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****10. TAXATION**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Charge for the year	-	145
<b>TOTAL TAX CHARGED TO THE INCOME STATEMENT</b>	<b>-</b>	<b>145</b>

**FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

The UK corporation tax rate applicable for the year is 19.00% (2018: 19.00%). The tax assessed to the Company for the year is higher (2018: lower) than the standard rate of corporation tax in the UK. The differences are explained below:

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
(Loss)/profit on ordinary activities before tax	<b>(13,439)</b>	16,650
Tax charge at the UK corporation tax rate of 19.00% (2018: 19.00%)	<b>(2,554)</b>	3,164
<b>EFFECTS OF:</b>		
Expenses not deductible for tax purposes	<b>13,967</b>	4,849
Utilisation of previously unrecognised losses	<b>(10)</b>	(38)
Income not taxable for tax purposes	<b>(14,234)</b>	(10,013)
Imputed taxable income	-	145
Group relief surrendered for nil consideration	<b>2,831</b>	2,038
<b>TOTAL TAX CHARGED TO THE INCOME STATEMENT</b>	<b>-</b>	<b>145</b>

**FACTORS THAT MAY AFFECT FUTURE TAX CHARGES**

A reduction in the UK corporation tax rate from 19% to 17% from 1 April 2020 was substantively enacted at the balance sheet date. This rate has been used to value deferred tax balances. In March 2020, the UK government announced that the corporation tax rate will remain at 19%. This tax rate change was not substantively enacted at the balance sheet date, but will affect the Company's current tax charge or credit in future years.

**DEFERRED TAX**

At the reporting date, the Company has unused capital losses in respect of which no deferred tax has been recognised as utilisation of the capital losses is dependent on future taxable capital gains. The unrecognised deferred tax asset in respect of capital losses carried forward is £6,305,473 (2018: £6,343,377). The capital losses have no expiry date.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****11. INVESTMENTS**

	<b>Investments in subsidiary companies £000</b>	<b>Unlisted investments £000</b>	<b>Total £000</b>
<b>COST OR VALUATION</b>			
At 1 January 2019	<b>1,068,192</b>	<b>2</b>	<b>1,068,194</b>
At 31 December 2019	<b>1,068,192</b>	<b>2</b>	<b>1,068,194</b>
<b>IMPAIRMENT</b>			
At 1 January 2019	<b>389,688</b>	<b>-</b>	<b>389,688</b>
Charge for the period	<b>73,510</b>	<b>-</b>	<b>73,510</b>
At 31 December 2019	<b>463,198</b>	<b>-</b>	<b>463,198</b>
<b>NET BOOK VALUE</b>			
At 31 December 2019	<b>604,994</b>	<b>2</b>	<b>604,996</b>
At 31 December 2018	<b>678,504</b>	<b>2</b>	<b>678,506</b>

In the opinion of the Directors, the aggregate value of the shares in subsidiaries is not less than the amount at which they are stated in the Statement of Financial Position. Where events or changes in circumstances indicate that the carrying amount of investments may not be recoverable an impairment review is carried out by the Directors of the Company.

During the year the Company impaired its investment in Henderson Fund Management Limited, Alphagen Capital Limited, Henderson Global Investors Asset Management Limited and New Star Asset Management (Bermuda) Limited. Impairment reviews were performed by applying a multiple to the Company's operating subsidiaries EBITDA and by reviewing the net asset value of holding companies.

No events were identified which indicated that the carrying value of any other investments were below the recoverable amount.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****11. INVESTMENTS (CONTINUED)****SUBSIDIARY UNDERTAKINGS**

The following were subsidiary undertakings (direct\* and indirect) of the Company as at 31 December 2019:

<b>Name</b>	<b>Registered office</b>	<b>Principal activity</b>	<b>Functional currency</b>	<b>Holding</b>
Alphagen Capital Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%
G.I.L. Nominees Limited	KPMG LLP, 15 Canada Square, London, E14 5GL	Company in liquidation	GBP	100%
Gartmore Group Limited*	Maples Corporate Services Ltd, PO Box 309, Ugland House, Grand Cayman, Cayman Islands	Holding company	GBP	100%
Gartmore Investment Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%
Gartmore Investment Management Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	100%
Gartmore Investment Services Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	100%
Gartmore Services Limited	5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR	Professional services	GBP	100%
Geneva Capital Management LLC	151 Detroit Street, Denver CO 80206 , United States	Investment management services	USD	100%
Henderson Administration Limited*	201 Bishopsgate, London, EC2M 3AE	Administrative services	GBP	100%
Henderson Alternative Investment Advisor Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	100%
Henderson Asia Pacific Equity Patner II L.P (HAPEP II)	5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR	Partnership for making, monitoring and realising investments	USD	45%
Henderson Asset Management Limited	201 Bishopsgate, London, EC2M 3AE	Property management	GBP	100%
Henderson Equity Holdings LLC	151 Detroit Street, Denver CO 80206 , United States	Holding company	USD	100%
Henderson Equity Partners (GP) Limited	50 Lothian Road, Fesitval Square, Edinburgh, EH3 9WJ	General Partner	GBP	100%
Henderson Equity Partners India Private Limited	c/o Budraja Adlakha & Co, 5/31 W.E.A Karol Bagh, New Delhi, 110 005 India	Company in liquidation	INR	100%
Henderson Equity Partners Jersey (GP) Limited*	5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR	General Partner	GBP	100%
Henderson Equity Partners Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%
Henderson Fund Management Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****11. INVESTMENTS (CONTINUED)****SUBSIDIARY UNDERTAKINGS (CONTINUED)**

<b>Name</b>	<b>Registered office</b>	<b>Principal activity</b>	<b>Functional currency</b>	<b>Holding</b>
Henderson Global Investors (International Holdings) BV	Gustav Mahlerlaan 1212, 1081LA, Amsterdam, Netherlands	Holding company	EUR	100%
Henderson Global Investors (North America) Inc	151 Detroit Street, Denver CO 80206, United States	Investment management services	USD	100%
Henderson Global Investors Asset Management Limited*	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	100%
Henderson Global Investors BV*	Gustav Mahlerlaan 1212, 1081LA, Amsterdam, Netherlands	Marketing services	EUR	100%
Henderson Global Investors Equity Planning Inc	151 Detroit Street, Denver CO 80206, United States	Investment management services	USD	100%
Henderson Global Investors Geneva (Luxembourg) Finance SA	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Group financing	USD	100%
Henderson Global Investors Geneva Finance Limited*	201 Bishopsgate, London, EC2M 3AE	Holding company	USD	100%
Henderson Global Investors Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%
Henderson Holdings Limited*	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	100%
Henderson International GP LLC	151 Detroit Street, Denver CO 80206, United States	General Partner	USD	100%
Henderson International Inc	151 Detroit Street, Denver CO 80206, United States	Holding company	USD	100%
Henderson Investment Funds Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%
Henderson Investment Management Limited*	KPMG LLP, 15 Canada Square, London, E14 5GL	Company in liquidation	GBP	100%
Henderson Nominees Limited	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	100%
Henderson Secretarial Services Limited	201 Bishopsgate, London, EC2M 3AE	Company secretarial services	GBP	100%
Henderson Unit Trusts Limited	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	100%
HEP (GP) Limited	201 Bishopsgate, London, EC2M 3AE	General Partner	GBP	100%
HEP Mauritius Limited	Les Cascades Building, Edith Cavell Street, Port Louis, Republic of Mauritius	Investment holding company	USD	45%



**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****11. INVESTMENTS (CONTINUED)****SUBSIDIARY UNDERTAKINGS (CONTINUED)**

<b>Name</b>	<b>Registered office</b>	<b>Principal activity</b>	<b>Functional currency</b>	<b>Holding</b>
HGP2 Limited	50 Lothian Road, Fesitval Square, Edinburgh, EH3 9WJ	General Partner	GBP	100%
HPC Nominees Limited*	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	100%
Janus Henderson Absolute Return Fixed Income Fund	201 Bishopsgate, London, EC2M 3AE	Investment entity	GBP	31%
Janus Henderson Global Equity Income Fund	Level 36, Grosvenor Place, 225 George Street, Sydney NSW 2000	Investment entity	AUD	85%
Janus Henderson Global Fixed Interest Total Return Fund	Level 36, Grosvenor Place, 225 George Street, Sydney NSW 2000	Investment entity	AUD	64%
Janus Henderson Global Investors (Schweiz) AG*	Dreikönigstrasse 12, 8002, Zurich, Switzerland	Marketing services	CHF	100%
Janus Henderson Horizon Biotechnology Fund	2 Rue de Bitbourg, L- 1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	65%
Janus Henderson Horizon Global Equity Income Fund (Europe & US)	2 Rue de Bitbourg, L- 1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	82%
Janus Henderson Horizon Global Natural Resources	2 Rue de Bitbourg, L- 1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	82%
Janus Henderson Horizon Global Smaller Companies Fund	2 Rue de Bitbourg, L- 1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	GBP	100%
Janus Henderson Horizon Pan European Dividend Income	2 Rue de Bitbourg, L- 1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	EUR	100%
Janus Henderson International Small Cap Fund	151 Detroit Street, Denver CO 80206 , United States	Investment entity	USD	59%
Janus Henderson Investment Consulting (Beijing) Limited	Unit 2401-15, 24F China World Tower 2, 1 Jianguomenwai Avenue, Chaoyang District, Beijing, 100004, China	Investment management services	CNY	100%
Janus Henderson Investors (Australia) Funds Management Limited	Level 36, Grosvenor Place, 225 George Street, Sydney NSW 2000	Investment management services	AUD	100%

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****11. INVESTMENTS (CONTINUED)****SUBSIDIARY UNDERTAKINGS (CONTINUED)**

<b>Name</b>	<b>Registered office</b>	<b>Principal activity</b>	<b>Functional currency</b>	<b>Holding</b>
Janus Henderson Investors (Australia) Institutional Funds Management Limited	Level 36, Grosvenor Place, 225 George Street, Sydney NSW 2000	Investment management services	AUD	100%
Janus Henderson Investors (Australia) Limited	Level 36, Grosvenor Place, 225 George Street, Sydney NSW 2000	Administrative services	AUD	100%
Janus Henderson Investors (Japan) Limited	27F Marunouchi Kitaguchi Building, 1-6-5, Marunouchi, Chiyoda-ku, Tokyo, 100-0005, Japan	Investment management services	JPY	100%
New Star Asset Management (Bermuda) Limited*	2 Church Street, Hamilton, HM 11, Bermuda	Investment management services	GBP	100%
New Star Asset Management Group Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	100%
Optimum Investment Management Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%
UKFP (Asia) Nominees Limited	PO Box 438 Beaufort House, Road Town, Tortola, British Virgin Islands	Dormant company	HKD	100%

**12. TRADE AND OTHER RECEIVABLES**

	<b>2019 £000</b>	<b>2018 £000</b>
Amounts owed by Group undertakings	<b>464,031</b>	406,263
Contingent consideration receivable	<b>2,169</b>	-
	<b>466,200</b>	406,263

Amounts owed by Group undertakings accrued interest at the Bank of England base rate plus 1%, until 30 June 2019. After this date, interest was charged only where the two parties were in different tax jurisdiction, otherwise no interest was charged.

On 01 April 2017, the Company completed the sale of the investment business carried out by the Alternative UK Small Cap Team (Volantis). Consideration for the sale was a 10% share of the management and performance fees generated by Volantis for a period of three years. The contingent consideration receivable is revalued at each reporting date using forecast revenues over the consideration period. At 31 December 2019 the contingent consideration receivable balance was £2,169,000 and classified as current. At 31 December 2018, the contingent consideration balance was £3,066,000 and classified as non-current.

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****13. CASH**

	<b>2019 £000</b>	2018 £000
Cash at bank	<b>1,938</b>	-
	<b>1,938</b>	-

**14. TRADE AND OTHER PAYABLES**

	<b>2019 £000</b>	2018 £000
Loans owed to Group undertakings	<b>673,780</b>	665,888
Amounts owed to Group undertakings	<b>97,438</b>	21,447
Corporation tax	-	145
	<b>771,218</b>	687,480

Loans owed to Group undertakings are repayable on demand and either accrue interest at a 3 or 6 month LIBOR rate plus a fixed percentage or accrue interest at a fixed percentage.

Amounts owed to Group undertakings accrued interest at the Bank of England base rate plus 1%, until 30 June 2019. After this date, interest was charged only where the two parties were in different tax jurisdictions, otherwise no interest was charged.

**15. RESERVES****Profit and loss account**

The profit and loss reserve comprises:

- results recognised through the Income Statement; and
- dividends paid to equity shareholders

**16. ORDINARY SHARE CAPITAL**

	<b>2019 £000</b>	2018 £000
<b>Allotted, called up and fully paid</b>		
504,649,555 (2018: 504,649,555) Ordinary shares of £0.10 each	<b>50,465</b>	50,465

**HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019****17. DIVIDENDS**

The following dividends were paid to the Company's immediate parent, HGI Group Limited, during the year:

	<b>2019</b>	2018
	<b>£000</b>	£000
Interim dividend (5.9 pence per share approved on 23 October 2019)	<b>30,000</b>	-
Interim dividend (10.9 pence per share approved on 20 February 2019)	<b>55,000</b>	-
	<b>85,000</b>	-

**18. CONTINGENT LIABILITIES**

The following contingent liabilities existed or may exist at 31 December 2019:

- Under the Share Purchase Agreement dated 13 May 2011 relating to the sale of the entire issued share capital of WorldInvest Management Ltd. to Connor, Clark & Lunn UK Limited ("CC&L"), the Group gave an indemnity against losses suffered by CC&L arising from prior acts, omissions, liabilities or obligations of New Star Institutional Managers Limited that do not relate to its business, with no expiry date;
- Under the Share Sale Agreement dated 1 November 2011 relating to the sale of the entire issued share capital of Gartmore JV Limited to Hermes Fund Managers Limited ('HFML'), Gartmore Investment Management Limited, a fellow Group undertaking, gave an indemnity against any liabilities of Gartmore JV Limited existing prior to, or arising as a result of, completion of the sale, subject to certain exceptions. The indemnity is subject to certain exclusions and limitations, including a financial cap, with no expiry date. The Company has provided a guarantee to HFML in relation to this indemnity;
- Under the Share Sale Agreement dated 30 April 2014, and completed on 1 December 2014, relating to the acquisition of Henderson Global Investors (Holdings) Limited's 50% shareholding in Intrinsic Cirilium Investment Company Limited ("ICICL") by its joint venture partner, Intrinsic Financial Services Limited, the Company indemnified ICICL (with no express expiry date) for (a) 39.7% of losses suffered post completion relating to its conduct during the period when it was a joint venture company; and (b) all losses suffered by it relating to the period before it became a joint venture company.

## **HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019**

#### **19. EVENTS AFTER THE END OF THE REPORTING YEAR**

In March 2020, the World Health Organization declared COVID-19 to be a pandemic. COVID-19 is expected to have an adverse effect on the Company's business and financial results. However, the situation is fluid and continues to evolve. As a result of this uncertainty, it is difficult to predict the extent to which COVID-19 will impact the Company's business and financial results.

Given that the most significant effects of COVID-19 and the measures taken by governments to restrict its spread occurred after the balance sheet date, COVID-19 is considered to be a non-adjusting post balance sheet event and, therefore, the measurement of assets and liabilities in the accounts have not been adjusted for its potential impact.

The extent of the impact of COVID-19 on the Company depends on future developments, including the duration of the pandemic, and the volatility and market value of the global financial markets, all of which are highly uncertain. While it is too early to estimate its financial effect, COVID-19 is expected to adversely affect the Company's financial results, including, without limitation, the valuation of the Company's investment in subsidiaries, which may result in the need to recognise future impairments. As at 31 December 2019, the Company determined that the total recoverable amount of its investments in subsidiaries was £1,450,000,000 in excess of their total carrying value. Future impairment charges would be recognised if the value of the Company's individual investment in subsidiary balances at 31 December 2019 fell by a range of between 0% and 98% depending on the subsidiary. 0% means that the subsidiary was impaired down to its recoverable amount at 31 December 2019.

On 21 October 2020, the Directors approved the payment of an interim dividend of £30,000,000.

The Board of Directors has not received as at 10 November 2020, being the date the financial statements were signed, any information concerning significant conditions in existence at the reporting date, which have not been reflected in the financial statements as presented.

#### **20. CONTROLLING PARTY**

The Company's immediate parent undertaking is HGI Group Limited, a company incorporated in the United Kingdom and the ultimate parent undertaking and controlling party is Janus Henderson Group plc, a company incorporated in Jersey which is the parent undertaking of the smallest and largest group to consolidate these financial statements. A copy of the Group's Annual Report and Accounts for the year ended 31 December 2019 can be obtained from its registered office at 47 Esplanade, St Helier, Jersey, JE1 0BD or its website, [www.janushenderson.com](http://www.janushenderson.com).