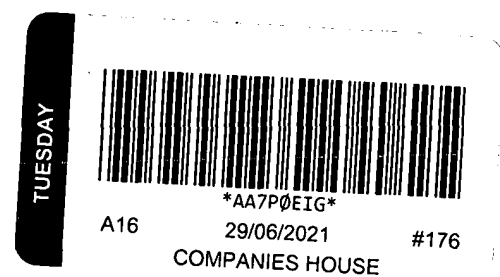


HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020



HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

COMPANY INFORMATION

| | |
|-----------------------------|---|
| Director | 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 ½ Devonshire Square London EC2M 4XJ |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

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HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

The Directors present the annual report and the audited financial statements of Henderson Global Investors (Holdings) Limited ("the Company"), for the year ended 31 December 2020.

PRINCIPAL ACTIVITIES AND FUTURE OUTLOOK

The principal activity of the Company is to act as an investment holding company. This will continue to be the principal activity of the Company for 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 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 EMEA, North America, Latin America and Asia Pacific. The Group manages a broad range of actively managed investment products for institutional and retail investors, across multiple asset classes, including but not limited to equities, fixed income, multi-asset and alternatives.

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's Annual Report as detailed in note 16, for the major risks affecting the Group. Of those risks, the following risks relate specifically to the Company:

Brexit Update

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 entered a transition period whereby it was no longer a member of the EU but remained a member of the single market and customs union until 31 December 2020. Arrangements for trade with the EU remained essentially unchanged until the end of the transition period. The UK and the EU agreed a Trade and Cooperation Agreement (TCA) on 24 December 2020 which was ratified on 30 December 2020 and came into full force in February 2021. While the TCA regulates a number of important areas, significant parts of the UK economy are not addressed in detail. A number of issues have been the subject of further bilateral negotiations since the beginning of 2021. One of the subjects of these negotiations has been a Memorandum of Understanding ("MoU") between the EU and UK covering financial services, which has now been agreed. While technical agreement on the MoU was reached on 26 March 2021, the text of the MoU has not been published pending further steps to be taken by both the EU and the UK to ratify the MoU.

As a result, the new relationship between the UK and the EU could in the short-term, and possibly for longer, cause disruptions to and create uncertainty in the UK and EU economies, impacting financial services businesses such as ours that are conducting business in the EU. The Group's management continue to assess the risks associated with Brexit as well as the necessary contingency preparations as these further negotiations progress. However, this is not expected to have a material impact on the Company.

Impact of 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, primarily through the preventative measures taken by businesses and governments to restrict its spread. We are addressing the challenges of COVID-19 by protecting the health and well-being of our employees while continuing to service our clients who rely on us to invest and manage their money.

COVID-19 is affecting business operations; however, the Group has a robust and detailed business continuity plan in place to ensure that operations can continue effectively during the COVID-19 pandemic, including processes to limit the spread of the virus between employees. For the health and well-being of the employees,

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STRATEGIC REPORT (CONTINUED)

the Group has modified business practices in accordance with social distancing guidelines to allow work-from-home arrangements and flexible work schedules, and to restrict business-related travel. The technology capabilities have the capacity to support remote working arrangements for all employees. The Group will manage employees' return to the office with caution, and their health and safety will be a priority. Throughout the pandemic the Group's ability to adequately maintain operations, internal controls and client relationships has not been adversely affected by the required modifications.

However, if the Group does not continue to respond appropriately to the COVID-19 pandemic, or if clients do not perceive the response to be adequate, the Group could suffer damage to its reputation and brand, which could adversely affect the Company's business in the future.

The extent of the further 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 continue to be 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 recognize impairment charges on those investments.

The Company's management continues to assess the risks associated with COVID 19 and to mitigate them where possible.

Strategic

The risk that the Group's business strategy fails to deliver the required and expected outcomes for stakeholders and the risk that technological innovation and/or new market entrants within the asset management industry reduces profitability and requires a fundamental change to the Group's business model. This is mitigated by: a concentration on delivery of the Group's strategy through provision of first-class investment performance and service for our clients as efficiently as possible; the monitoring of emerging developments in the asset management industry, which might pose a threat to the Group's current business model; and maintaining a clear understanding of the Group's clients' needs through communication and interaction.

Operational, IT and Legal

The risk of losses through inadequate or failed internal processes, people or systems or through external events. This includes the risk of loss arising from failing to manage our key outsourced service providers properly, failing to manage financial crime risks, failing to manage operational aspects of the Group's global expansion, the risk arising from major disruption to the Group's business, including from cyber-crime, the risk of losses from trade execution errors or breaches of investment mandates and the risk of losses from litigation. This is mitigated through: control systems that are designed to ensure operational and legal risks are mitigated to a level which is consistent with the Group's risk appetite, a globally embedded three lines of defence model which is key, outsourced service providers that are overseen by the relevant line function and the controls of key service providers are also reviewed by the Group's Assurance function; and the maintenance and testing of business continuity plans which are designed to ensure that, in the event of business disruption, the Group can maintain its operations without material damage to the business.

Foreign currency

Adverse movements in exchange rates may cause the Company to sustain losses. The Company aims to mitigate this risk by limiting its exposure and also holding financial assets and liabilities of equal value in the same currency.

Cash and liquidity

Poor cash management may lead the Company to be unable to meet its payment obligations as they fall due. The Company reviews its liquidity on a daily basis to ensure it has sufficient cash or highly liquid assets available to meet its liabilities. It is the Group's policy to ensure it has access to funds to cover all forecast commitments and to comply with regulatory liquidity requirements

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STRATEGIC REPORT (CONTINUED)

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. The performance of the Company contributes to the Group's KPIs. Please refer to the Janus Henderson Group plc Annual Report for a review of the Group's KPIs.

The following KPIs are most relevant to the Company:

Financial position and performance

Total Shareholders' funds attributable to equity holders of the parent increased by £210,096,000 to £512,012,000 as at 31 December 2020. This was due to a profit of £240,096,000 less dividends paid of £30,000,000.

Operating Expenses

Operating expenses increased by £2,328,000 from an income of £597,000 in 2019 to an expense of £1,731,000 in 2020.

Cash position

The Company needs to have access to cash in order to meet its payment obligations as they fall due. At 31 December 2020, total cash amounted to £22,000 (2019: £1,938,000).

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 the 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 2020.

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; 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 parent undertaking, employees, suppliers, customers, regulators, community and intra-group clients; 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. Refer to the Directors' Report for further information on stakeholder engagement.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STRATEGIC REPORT (CONTINUED)

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

Financial Performance

During the year, the Board reviewed and discussed the financial performance of the Company with the aim of long-term value creation for the Company and ultimately the Group.

The Board approved the payment of an interim dividend to its shareholder. In making this decision the Board considered a range of factors including, whether it had sufficient distributable reserves, its expected cash flow, the ongoing need for strategic investment in the business and workforce, as well as the expectation of the shareholder.

This report was approved by the Board on 24 June 2021 and signed on its behalf by:



R W Chaudhuri
Director
24 June 2021

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

The Directors present their annual report and the audited financial statements, for the year ended 31 December 2020.

RESULTS AND DIVIDENDS

The profit for the financial year, after taxation, amounted to £240,096,000 (2019: loss of £13,439,000).

Dividends paid in the year amount to £30,000,000 (2019: £85,000,000).

The directors do not recommend the payment of a final dividend (2019: £nil)

DIRECTORS

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

R M Thompson

R W Chaudhuri

FUTURE DEVELOPMENTS

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

GOING CONCERN

As at 31 December 2020, the Company has net assets of £512,012,000 (2019: £301,916,000) and net current assets of £6,751,000 (2019: net current liabilities of £303,080,000)

The Company has adequate resources to continue in operational existence for the foreseeable future, which is a period of not less than twelve months following the signing of these financial statements. Thus, the Director continues to adopt the going concern basis for the preparation of the annual financial statements.

DIRECTORS' INDEMNITY

During the financial year to the 31 December 2020 and up to the date of approval of this report, qualifying third party indemnity provisions were in place and at the date of this report are in place, to the extent permitted by Section 234 of the Companies Act 2006 for the benefit of all Directors of the company in relation to certain liabilities and losses they may incur in their capacity as directors of the company.

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are Directors at the time when the Director's report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the Director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

FINANCIAL RISKS

The financial risks and uncertainties for the Company are set out in the Strategic Report

EMPLOYEES IN THE WORKPLACE

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.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

DIRECTORS' REPORT (CONTINUED)

As employees strive towards excellence, the Group's learning and development programmes and solutions aim to develop, attract and retain talent. The Group is committed to building staff share ownership and creating a reward approach that consists of both financial and non-financial elements when recognising an individual's performance.

ENGAGEMENT WITH EMPLOYEES

HAL's employees provide administrative and other services to other Group companies. The HAL's employees are essential to meeting the Group's purpose to deliver investment services to clients. It is the Group'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 the Group's 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 the 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 Company offer insight to build an inclusive workplace for employees. HAL, through 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 is working diligently to close the gender pay gap and achieve gender, racial and ethnicity balance within the organisation. Some accomplishments during the year include providing educational sessions on diversity and inclusion topics, delivering Unconscious Bias training to employees, implementing guidelines that support trans employees through transition 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 the Group making any necessary arrangements to encourage such applicants.

The Group 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 within the Group is based on merit and, wherever practicable, appropriate training is provided to employees, who are all encouraged to manage their own careers. In 2020 to demonstrate our commitment, we signed up to be a Disability Confident Committed Employer.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

DIRECTORS' REPORT (CONTINUED)

STREAMLINED ENERGY AND CARBON REPORTING (SECR)

In line with the Companies (Directors' Report) and Limited liability Partnerships (Energy and Carbon Report) Regulations 2018 ('SI2018/1155') the table below shows the energy use and the associated GHG emissions.

| Janus Henderson 2020 GHG emissions (tCO ₂ e) for Corporate Reporting purposes | 2020 UK (tCO ₂ e) | 2020 Global (tCO ₂ e) (including UK) |
|--|------------------------------|---|
| Scope 1: All direct emissions | - | 53.00 |
| Scope 2: Electricity | 37.91 | 2,469.35 |
| Scope 3: Business travel, hotel stays, freight | 831.21 | 2,018.00 |
| Total | 869.12 | 4,540.35 |
| Intensity Ratio (FTE) | UK | Global |
| Total Full Time Employees (FTE) | 900 | 2,185 |
| Total tCO ₂ e per FTE | 0.96 | 2.08 |
| Total Energy consumption used to calculate above emissions (kWh) | 2,491,586 | 8,729,859 |

Janus Henderson is committed to improving its environmental performance on an ongoing basis and achieving CarbonNeutral® status is an integral part of this. The Group has made the following commitments:

- Maintain our Carbon Neutral Status.
- Reduce our CO₂ emissions by 15% per FTE over a three year period (based on base year 2018).
- Submit Environmental data to CDP and maintain a score of "B".

To achieve this Janus Henderson purchases green renewable energy where possible (electricity for our London Global Headquarters is 100% renewable), invests in technology including video conferencing systems to reduce global travel and reuses, repurposes and recycles all waste where possible.

Carbon offsets are purchased not only to mitigate negative environmental impacts but also to commercially incentivise emissions reductions initiatives.

As the global pandemic took place early in 2020, we closed many of our offices and had a much-reduced presence in others. Only essential travel was allowed, and international travel was embargoed for most of 2020, as a consequence our overall carbon footprint was greatly reduced and our programme to reduce building emissions and travel was effectively paused. For the purpose of measuring our performance, we intend to exclude any pandemic related reductions in calculating our emissions within the target period.

GHG emissions have been calculated and analysed in accordance with the international GHG Protocol framework, for our UK operations Janus Henderson uses emissions factor provided by Defra.

The carbon reporting year is 1 January – 31 December, this is in line with our financial reporting year.

Scope 1 emissions - **All Direct Emissions** from the activities under our control. Including fuel combustion on site such as gas boilers, generators and air-conditioning leaks.

Scope 2 emissions - **Indirect Emissions** from electricity purchased and used. Emissions are created during the production of the energy and eventually used.

Scope 3 emissions - **All Other Indirect Emissions** from our activities, this includes Air Travel which is the most material contributor to this category. Our air travel is only currently measured by region, therefore we have calculated the scope 3 data based on the FTE for the UK.

To ensure the integrity of the data, all Scope 1, 2 and 3 emissions are independently verified in accordance with ISO 14063-3 by an external third-party organisation

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

DIRECTORS' REPORT (CONTINUED)

EVENTS AFTER THE END OF THE REPORTING PERIOD

On 3 March 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25%. Since the proposal to increase the rate to 25% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

On 19 May 2021 upon recommendation from the Board, the shareholder approved the reduction of the Company's share capital from £50,464,955.50 to £1.00 by cancelling and extinguishing 504,649,545 of the issued ordinary shares of £0.10 each held by Janus Henderson UK (Holdings) Limited. The amount by which the share capital was reduced was credited to the profit and loss account. The Capital Reduction was registered with Companies House on 27 May 2021.

A reorganisation of the UK and EEA regulatory group of which the Company belongs was approved on 7 June 2021 and is set to take place on 1 July 2021. As a result of the reorganisation, the Company's direct subsidiaries will be transferred to its parent undertaking via a dividend in specie. This will result in the reduction of the Company's investment in subsidiary undertakings on its balance sheet of £391.5m.

There have been no other significant events affecting the Company since the year end.

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 on 24 June 2021 and signed on its behalf by:



R W Chaudhuri
Director
24 June 2021

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

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

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
24 June 2021

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

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 2020 and of its profit 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 2020; the Income Statement, the Statement of Comprehensive Income, and 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.

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.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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 or, 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 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

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HENDERSON GROUP HOLDINGS ASSET MANAGEMENT LIMITED (CONTINUED)

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 our work undertaken in the course of the audit, the Companies Act 2006 requires 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 2020 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.

Responsibilities for the financial statements and the audit

Responsibilities of the director for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in Respect of the Financial Statements, 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to non-compliance with the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to manipulation of financial data to present a more favourable financial position and management bias in the impairment analysis for investment in subsidiary undertakings. Audit procedures performed by the engagement team included:

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HENDERSON GROUP HOLDINGS ASSET MANAGEMENT LIMITED (CONTINUED)

- Discussions with management, including consideration of their process for identifying and responding to the risk of fraud, and any known or suspected instances of fraud or non-compliance with laws and regulations;
- Understanding the overall control environment and those controls specifically aimed at preventing and detecting fraud and irregularities;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with accounting standards;
- Identifying and testing a sample of journals, based on a selection of risk criteria such as back-dated posting and those posted and approved by the same user, that have been posted to the ledger;
- Challenging assumptions and judgements made by management in their impairment analysis for investments in subsidiary undertakings; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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. 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.

Other required reporting

Companies Act 2006 exception reporting

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

- we have not obtained 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
SE1 2RT
24 June 2021

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2020

| | Note | 2020 £000 | 2019 £000 |
|---|------|----------------|-----------------|
| Dividends received from subsidiary undertakings | 3 | 352,309 | 74,837 |
| Impairment of subsidiary undertakings | 12 | (99,935) | (73,510) |
| Operating (expenses)/income | 4 | (1,731) | 597 |
| Operating profit | | 250,643 | 1,924 |
| Gain on sale of investment | 8 | 1,053 | - |
| Finance income | 9 | 443 | 4,028 |
| Finance expenses | 10 | (12,043) | (19,524) |
| Other income | | - | 133 |
| Profit/(loss) before tax | | 240,096 | (13,439) |
| Taxation | 11 | - | - |
| Profit/(loss) for the financial year | | 240,096 | (13,439) |

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2020

| | 2020 £000 | 2019 £000 |
|--|----------------|-----------------|
| Profit/(loss) for the financial year | 240,096 | (13,439) |
| Total comprehensive income/(expense) for the financial year | 240,096 | (13,439) |

The notes on pages 16 to 28 form part of these financial statements.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2020

| | Note | 2020 £000 | 2019 £000 |
|---|------|------------------|------------------|
| Non-current assets | | | |
| Investments | 12 | 505,261 | 604,996 |
| Current assets | | | |
| Trade and other receivables | 13 | 278,003 | 466,200 |
| Cash | 14 | 22 | 1,938 |
| Total assets | | <u>783,286</u> | <u>1,073,134</u> |
| Current liabilities | | | |
| Trade and other payables | 15 | (271,274) | (771,218) |
| Total liabilities | | <u>(271,274)</u> | <u>(771,218)</u> |
| Net current assets/(liabilities) | | <u>6,751</u> | <u>(303,080)</u> |
| Net assets | | <u>512,012</u> | <u>301,916</u> |
| Capital and reserves | | | |
| Ordinary share capital | 16 | 50,465 | 50,465 |
| Profit and loss account | 17 | 461,547 | 251,451 |
| Total equity | | <u>512,012</u> | <u>301,916</u> |

The financial statements on pages 13 to 28 were approved and authorised for issue by the Board on 24 June 2021 and signed on its behalf by:



R W Chaudhuri
Director

The notes on pages 16 to 28 form part of these financial statements.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2020

| | Ordinary share capital £000 | Profit and loss account £000 | Total equity £000 |
|---|--------------------------------------|---------------------------------------|--------------------------|
| At 1 January 2020 | 50,465 | 251,451 | 301,916 |
| Comprehensive income for the financial year | | | |
| Total comprehensive income for the financial year | - | 240,096 | 240,096 |
| Contributions by and distributions to owners | | | |
| Dividends paid (note 18) | - | (30,000) | (30,000) |
| At 31 December 2020 | 50,465 | 461,547 | 512,012 |

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2019

| | Ordinary share capital £000 | Profit and loss account £000 | Total equity £000 |
|---|--------------------------------------|---------------------------------------|-----------------------------|
| At 1 January 2019 | 50,465 | 349,890 | 400,355 |
| Comprehensive expense for the financial year | | | |
| Loss for the financial year | - | (13,439) | (13,439) |
| Contributions by and distributions to owners | | | |
| Dividends paid (note 18) | - | (85,000) | (85,000) |
| At 31 December 2019 | 50,465 | 251,451 | 301,916 |

The notes on pages 16 to 28 form part of these financial statements.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention, except for certain financial instruments that have been measured at fair value, 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 Great British Pounds (GBP) and all values are rounded to the nearest thousand pounds, except when otherwise indicated. The Company is a private company limited by share capital, incorporated and domiciled in the UK with its registered office in London, England.

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 immediate and 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: Disclosure;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- 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 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 GOING CONCERN

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis for the preparation of the annual financial statements.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1.4 ADOPTION OF NEW AND REVISED STANDARDS

There are no amendments to accounting standards that are effective for the year ended 31 December 2020 that are expected to impact amounts recognised in the current or future periods of the Company.

1.5 DIVIDENDS RECEIVED FROM SUBSIDIARY UNDERTAKINGS

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

1.6 OPERATING EXPENSES

Operating expenses are accrued and recognised as incurred.

1.7 FINANCE INCOME AND EXPENSES

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

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 utilized. 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 and are held at cost less any impairment in value where circumstances indicate that the carrying value may not be recoverable.

1.10 TRADE AND OTHER RECEIVABLES

Trade and other receivables, which generally have 30 day payment terms, 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 trade receivables and contract assets.

1.11 CASH

Cash amounts represent cash in hand and on-demand deposits.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1.12 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.

1.13 FOREIGN CURRENCY TRANSLATIONS

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 EQUITY SHARES

The Company's ordinary equity shares of 10 pence each are classified as equity instruments. Equity 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 significant judgement involving estimations and assumptions which are summarized below:

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 2020

3. DIVIDENDS RECEIVED FROM SUBSIDIARY UNDERTAKINGS

| | 2020 £000 | 2019 £000 |
|---|----------------|---------------|
| Dividends received from the Company's direct subsidiary was: | | |
| Henderson Administration Limited | 90,000 | - |
| Henderson Holdings Limited | 90,000 | - |
| Henderson Global Investors Geneva Finance Limited | 92,293 | - |
| Henderson Global Investors BV | 62 | - |
| Optimum Investment Management Limited | 676 | - |
| Henderson Equity Partners Limited | 27,900 | - |
| Henderson Investment Funds Limited | 30,000 | 30,000 |
| Alphagen Capital Limited | 20,000 | 30,000 |
| Henderson Fund Management Limited | 1,378 | 8,500 |
| New Star Asset Management (Bermuda) Limited | - | 6,337 |
| | 352,309 | 74,837 |

4. OPERATING EXPENSES

| | 2020 £000 | 2019 £000 |
|-----------------------------------|----------------|--------------|
| Recharges from Group undertakings | (277) | (204) |
| Professional and Legal | (2) | - |
| Foreign exchange differences | (1,452) | 801 |
| | (1,731) | 597 |

5. AUDITORS' REMUNERATION

Auditors' remuneration of £10,700 (2019: £7,500) in respect of the Company's financial statements is borne by a fellow Group undertaking.

Auditors' remuneration in respect of the Company's direct and indirect subsidiaries of £580,500 (2019: £363,377) was also borne by a fellow Group undertaking.

6. EMPLOYEES

The Company did not have employees during the current and 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 2020

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 is presented as follows:

| | 2020 | 2019 |
|---|-------|-------|
| | £000 | £000 |
| Total emoluments to company Directors | 2,247 | 2,277 |
| Emoluments paid to highest paid Director | 2,038 | 1,825 |
| Money Purchase Pension Scheme contributions | 13 | 15 |

Emoluments comprise salaries, bonuses and other employee benefits.

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

| | 2020 | 2019 |
|--------------------------------|------|------|
| Money Purchase Pension Schemes | 1 | 2 |

During the year, one of the Directors of the Company exercised share options (2019: 1). Two Directors of the Company received shares under the Group's long term incentive schemes (2019: 2 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 2020.

8. GAIN ON SALE OF INVESTMENT

| | 2020 | 2019 |
|----------------------------|--------------|----------|
| | £000 | £000 |
| Gain on sale of investment | 1,053 | - |
| | <u>1,053</u> | <u>-</u> |

9. FINANCE INCOME

| | 2020 | 2019 |
|---|------------|--------------|
| | £000 | £000 |
| Interest receivable on balances due from Group undertakings | - | 3,190 |
| Other finance income | 443 | 838 |
| | <u>443</u> | <u>4,028</u> |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

10. FINANCE EXPENSES

| | 2020 £000 | 2019 £000 |
|--|---------------|---------------|
| Interest payable on balances due to Group undertakings | 12,043 | 19,524 |
| | <u>12,043</u> | <u>19,524</u> |

11. TAXATION

| | 2020 £000 | 2019 £000 |
|--|--------------|--------------|
| Current tax | | |
| Charge for the year | - | - |
| TOTAL TAX CHARGED TO THE INCOME STATEMENT | <u>-</u> | <u>-</u> |

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The UK corporation tax rate applicable for the year is 19.00% (2019: 19.00%). The tax assessed to the Company for the year is lower (2019: higher) than the tax that would be assessed based on the standard rate of corporation tax in the UK. The differences are explained below:

| | 2020 £000 | 2019 £000 |
|--|--------------|--------------|
| Profit/(loss) before tax | 240,096 | (13,439) |
| Tax charge at the UK corporation tax rate of 19.00% (2019: 19.00%) | 45,618 | (2,554) |
| EFFECTS OF: | | |
| Expenses not deductible for tax purposes | 18,988 | 13,967 |
| Utilisation of previously unrecognised losses | - | (10) |
| Income not taxable for tax purposes | (66,939) | (14,234) |
| Group relief surrendered for nil consideration | 2,333 | 2,831 |
| TOTAL TAX CHARGED TO THE INCOME STATEMENT | <u>-</u> | <u>-</u> |

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

In 2020 the UK Government announced that the UK corporation tax rate for the years starting 1 April 2020 and 2021 would remain at 19% and would not reduce to 17% from 1 April 2020 as previously enacted. On 3 March 2021, the Government announced that from 1 April 2023 the corporation tax rate would increase to 25%. The 19% rate has been used to value deferred tax balances, as this was the rate substantively enacted at the balance sheet date.

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 £6,584,346 (2019: £6,305,473). The capital losses have no expiry date.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

12. INVESTMENTS

| | Investments in subsidiary companies £000 | Unlisted investments £000 | Total £000 |
|--------------------------|---|---------------------------------|---------------|
| COST OR VALUATION | | | |
| At 1 January 2020 | 1,068,192 | 2 | 1,068,194 |
| Additions | 200 | - | 200 |
| At 31 December 2020 | 1,068,392 | 2 | 1,068,394 |
| IMPAIRMENT | | | |
| At 1 January 2020 | 463,198 | - | 463,198 |
| Charge for the year | 99,935 | - | 99,935 |
| At 31 December 2020 | 563,133 | - | 563,133 |
| NET BOOK VALUE | | | |
| At 31 December 2020 | 505,259 | 2 | 505,261 |
| At 31 December 2019 | 604,994 | 2 | 604,996 |

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 have been recoverable an impairment review is carried out by the Directors of the Company. During the year the Company impaired its investment in Henderson Holdings Limited, Henderson Fund Management Plc, Henderson Equity Partners Limited, Alphagen Capital Limited, Henderson Global Investors Asset Management Limited, Henderson Global Investors Geneva Finance Limited and Optimum Investment Management Limited. Impairment reviews were performed by applying an EBITDA multiple or by considering the value of the net assets of the investments.

No events have been identified which indicated that the carrying value of the investments held were below the recoverable amounts

SUBSIDIARY UNDERTAKINGS

The following were subsidiary undertakings (direct* and indirect) of the Company as at 31 December 2020:

| Name | Registered office | Principal Activity | Percentage of share capital owned 2020 | Functional currency |
|---------------------------|-----------------------------------|--------------------------------|--|---------------------|
| Alphagen Capital Limited* | 201 Bishopsgate, London, EC2M 3AE | Investment management services | 100.0% | GBP |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

12. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

| Name | Registered office | Principal Activity | Percentage of share capital owned 2020 | Functional currency |
|--|---|--------------------------------|--|---------------------|
| Gartmore Group Limited* | Maples Corporate Services Ltd, PO Box 309, Ugland House, Grand Cayman, Cayman Islands | Holding company | 100.0% | GBP |
| Gartmore Investment Limited* | 201 Bishopsgate, London, EC2M 3AE | Investment management services | 100.0% | GBP |
| Gartmore Investment Management Limited | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | GBP |
| Gartmore Investment Services Limited | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | GBP |
| Gartmore Services Limited | 5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR | Professional services | 100.0% | GBP |
| Henderson Administration Limited* | 201 Bishopsgate, London, EC2M 3AE | Administrative services | 100.0% | GBP |
| Henderson Alternative Investment Advisor Limited | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | GBP |
| Henderson Asset Management Limited | 201 Bishopsgate, London, EC2M 3AE | Property management | 100.0% | GBP |
| Henderson Equity Holdings LLC | 151 Detroit Street, Denver, CO 80206 USA | Holding company | 100.0% | USD |
| Henderson Equity Partners (GP) Limited | 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ | General Partner | 100.0% | GBP |
| 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 | 100.0% | INR |
| Henderson Equity Partners Jersey (GP) Limited* | 5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR | General Partner | 100.0% | GBP |
| Henderson Equity Partners Limited* | 201 Bishopsgate, London, EC2M 3AE | Investment management services | 100.0% | GBP |
| Henderson Fund Management Limited* | Hill House, 1 Little New Street, London, EC4A 3TR, UK | Company in liquidation | 100.0% | GBP |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

12. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

| Name | Registered office | Principal Activity | Percentage of share capital owned 2020 | Functional currency |
|---|--|--------------------------------|--|---------------------|
| Henderson Global Investors (International Holdings) BV | Gustav Mahlerlaan 1212, 1081LA, Amsterdam, Netherlands | Holding company | 100.0% | EUR |
| Henderson Global Investors (North America) Inc | 151 Detroit Street, Denver, CO 80206 USA | Investment management services | 100.0% | USD |
| Henderson Global Investors Asset Management Limited* | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | GBP |
| Henderson Global Investors BV* | Gustav Mahlerlaan 1212, 1081LA, Amsterdam, Netherlands | Marketing services | 100.0% | EUR |
| Henderson Global Investors Geneva (Luxembourg) Finance SA | 2 Rue de Bitbourg, Luxembourg, L-1273 | Group financing | 100.0% | USD |
| Henderson Global Investors Geneva Finance Limited* | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | USD |
| Henderson Global Investors Limited* | 201 Bishopsgate, London, EC2M 3AE | Investment management services | 100.0% | GBP |
| Henderson Holdings Limited* | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | GBP |
| Henderson International GP LLC | 151 Detroit Street, Denver, CO 80206 USA | General Partner | 100.0% | USD |
| Henderson International Inc | 151 Detroit Street, Denver, CO 80206 USA | Holding company | 100.0% | USD |
| Henderson Investment Funds Limited* | 201 Bishopsgate, London, EC2M 3AE | Investment management services | 100.0% | GBP |
| Henderson Nominees Limited | 201 Bishopsgate, London, EC2M 3AE | Dormant company | 100.0% | GBP |
| Henderson Secretarial Services Limited | 201 Bishopsgate, London, EC2M 3AE | Company secretarial services | 100.0% | GBP |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

12. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

| Name | Registered office | Principal Activity | Percentage of share capital owned 2020 | Functional currency |
|--|--|--------------------------------|--|---------------------|
| Henderson Unit Trusts Limited | 201 Bishopsgate, London, EC2M 3AE | Dormant company | 100.0% | GBP |
| HEP (GP) Limited | 201 Bishopsgate, London, EC2M 3AE | General Partner | 100.0% | GBP |
| HGP2 Limited | 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ | General Partner | 100.0% | GBP |
| HPC Nominees Limited* | 201 Bishopsgate, London, EC2M 3AE | Dormant company | 100.0% | GBP |
| 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 | 100.0% | CNY |
| Janus Henderson Investors (Australia) Funds Management Limited | Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia | Investment management services | 100.0% | AUD |
| Janus Henderson Investors (Australia) Institutional Funds Management Limited | Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia | Investment management services | 100.0% | AUD |
| Janus Henderson Investors (Australia) Limited | Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia | Administrative services | 100.0% | AUD |
| Janus Henderson Investors (Japan) Limited | 27F Marunouchi Kitaguchi Building, 1-6-5, Marunouchi, Chiyoda-ku, Tokyo, 100-0005, Japan | Investment management services | 100.0% | JPY |
| Janus Henderson Investors (Schweiz) AG* | Dreikonigstrasse 12, 8002, Zurich, Switzerland | Marketing services | 100.0% | CHF |
| New Star Asset Management (Bermuda) Limited* | 2 Church Street, Hamilton, HM 11, Bermuda | Investment management services | 100.0% | GBP |
| New Star Asset Management Group Limited | 201 Bishopsgate, London, EC2M 3AE | Holding company | 100.0% | GBP |
| Optimum Investment Management Limited* | Hill House, 1 Little New Street, London, EC4A 3TR, UK | Company in liquidation | 100.0% | GBP |
| UKFP (Asia) Nominees Limited | PO Box 438 Beaufort House, Road Town, Tortola, British Virgin Islands | Dormant company | 100.0% | HKD |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

13. TRADE AND OTHER RECEIVABLES

| | 2020 £000 | 2019 £000 |
|-------------------------------------|----------------|----------------|
| Amounts owed by Group undertakings | 275,947 | 464,031 |
| Contingent consideration receivable | 2,056 | 2,169 |
| | <u>278,003</u> | <u>466,200</u> |

At 31 December 2020 amounts owed by Group undertakings are repayable on demand and are interest free. At 31 December 2019 amounts owed by Group undertakings were repayable on demand and accrued interest at the Bank of England base rate plus 1%, where the two parties were in different tax jurisdictions, 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.

14. CASH

| | 2020 £000 | 2019 £000 |
|--------------|--------------|--------------|
| Cash at bank | 22 | 1,938 |
| | <u>22</u> | <u>1,938</u> |

15. TRADE AND OTHER PAYABLES

| | 2020 £000 | 2019 £000 |
|------------------------------------|----------------|----------------|
| Loans owed to Group undertakings | 256,723 | 673,780 |
| Amounts owed to Group undertakings | 14,544 | 97,438 |
| Accruals | 7 | - |
| | <u>271,274</u> | <u>771,218</u> |

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.

At 31 December 2020 amounts owed to Group undertakings are repayable on demand and are interest free. At 31 December 2019 amounts owed to Group undertakings were repayable on demand and accrued interest at the Bank of England base rate plus 1%, where the two parties were in different tax jurisdictions, otherwise no interest was charged.

16. ORDINARY SHARE CAPITAL

| | 2020 £000 | 2019 £000 |
|---|--------------|--------------|
| Allotted, called up and fully paid | | |
| 504,649,555 (2019: 504,649,555) Ordinary shares of 10p each | 50,465 | 50,465 |

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

17. PROFIT AND LOSS ACCOUNT

The profit and loss reserve comprises:

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

18. DIVIDENDS

The following dividends were paid to the Company's immediate parent, Janus Henderson UK (Holdings) Limited, during the year:

| | 2020 £000 | 2019 £000 |
|--|---------------|---------------|
| Interim dividend (5.9 pence per share approved on 21 October 2020) | 30,000 | - |
| Interim dividend (5.9 pence per share approved on 23 October 2019) | - | 30,000 |
| Interim dividend (10.9 pence per share approved on 20 February 2019) | - | 55,000 |
| | <u>30,000</u> | <u>85,000</u> |

19. CONTINGENT LIABILITIES

The following contingent liabilities existed or may exist at 31 December 2020:

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.

20. EVENTS AFTER THE END OF THE REPORTING PERIOD

On 3 March 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25%. Since the proposal to increase the rate to 25% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

On 19 May 2021 upon recommendation from the Board, the shareholder approved the reduction of the Company's share capital from £50,464,955.50 to £1.00 by cancelling and extinguishing 504,649,545 of the issued ordinary shares of £0.10 each held by Janus Henderson UK (Holdings) Limited. The amount by which the share capital was reduced was credited to the profit and loss account. The Capital Reduction was registered with Companies House on 27 May 2021.

A reorganisation of the UK and EEA regulatory group of which the Company belongs was approved on 7 June 2021 and is set to take place on 1 July 2021. As a result of the reorganisation, the Company's direct subsidiaries will be transferred to its parent undertaking via a dividend in specie. This will result in the reduction of the Company's investment in subsidiary undertakings on its balance sheet of £391.5m.

The Board of Directors is not aware of, as at 24 June 2021, being the date the financial statements were approved, any other information concerning significant conditions in existence at the reporting date, which have not been reflected in the financial statements as presented.

HENDERSON GLOBAL INVESTORS (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

21. CONTROLLING PARTY

The Company's immediate parent undertaking is Janus Henderson UK (Holdings) 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 2020 can be obtained from its registered office at 13 Castle Street, St Helier, Jersey, JE1 1ES or its website, www.janushenderson.com.