

HENDERSON INVESTMENT FUNDS LIMITED

**Extract minutes of the Annual General Meeting
held at 4 Broadgate, London EC2M 2DA
on 27 April 2004**

269831

Present: N T Hiscock
G I Buckley

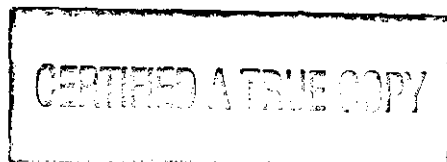
S J Whiteside (representing Henderson Global
Investors (Holdings) plc)

Elective Resolutions

- (i) that, pursuant to Section 379A of the Companies Act 1985, the requirement to lay annual accounts before the Company in general meeting as specified in Section 252 of the said Act be and it is hereby excluded.
- (ii) that, pursuant to Section 379A of the Companies Act 1985, the requirement to hold an Annual General Meeting as specified in Section 366 of the said Act be and it is hereby excluded.
- (iii) that, pursuant to Section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.



**For and on behalf of
Henderson Secretarial Services Limited**



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COMPANIES HOUSE

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01/05/04