

# Appendix 3X

## Initial Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	<b>HENDERSON GROUP PLC.</b>
<b>ABN</b>	<b>67 133 992 766</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Eugene Flood, Jr.
<b>Date of appointment</b>	30 May 2017

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
Nil

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+ See chapter 19 for defined terms.

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**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<b>Number &amp; class of Securities</b>
	12,928 fully paid ordinary shares of Janus Henderson Group plc. The shares are held in a brokerage account at Fidelity Investments for the benefit of Eugene Flood, Jr.

**Part 3 – Director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	-
<b>Nature of interest</b>	-
<b>Name of registered holder (if issued securities)</b>	-
<b>No. and class of securities to which interest relates</b>	-

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+ See chapter 19 for defined terms.

# Appendix 3X

## Initial Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>HENDERSON GROUP PLC.</b>
<b>ABN</b>	<b>67 133 992 766</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Jeffrey Diermeier
<b>Date of appointment</b>	30 May 2017

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
Nil

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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
<small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	22,837 fully paid ordinary shares of Janus Henderson Group plc. The shares are held in a brokerage account at Fidelity Investments for the benefit of Jeffrey Diermeier.
	27,968 fully paid ordinary shares of Janus Henderson Group plc. The shares are held in a brokerage account at UBS for the benefit of Jeffrey Diermeier.

**Part 3 – Director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Janus Henderson Group plc Second Amended and Restated 2005 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Units (RSUs) deferred until separation of service.
<b>Name of registered holder (if issued securities)</b>	Undistributed RSUs are held directly by Jeffrey Diermeier. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Jeffrey Diermeier.
<b>No. and class of securities to which interest relates</b>	3,815 fully paid ordinary shares distributed upon separation of service.

<b>Detail of contract</b>	Janus Henderson Group plc Amended and Restated 2010 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Units (RSUs) deferred until separation of service.
<b>Name of registered holder (if issued securities)</b>	Undistributed RSUs are held directly by Jeffrey Diermeier. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Jeffrey Diermeier.
<b>No. and class of securities to which interest relates</b>	3,731 fully paid ordinary shares distributed upon separation of service.

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>HENDERSON GROUP PLC.</b>
<b>ABN</b>	<b>67 133 992 766</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Lawrence Kochard
<b>Date of appointment</b>	30 May 2017

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
Nil

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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
Note: Provide details of the circumstances giving rise to the relevant interest.	Nil

**Part 3 – Director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Janus Henderson Group plc Second Amended and Restated 2005 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Units (RSUs) deferred until separation of service.
<b>Name of registered holder (if issued securities)</b>	Undistributed RSUs are held directly by Lawrence Kochard. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Lawrence Kochard.
<b>No. and class of securities to which interest relates</b>	7,258 fully paid ordinary shares distributed upon separation of service.

<b>Detail of contract</b>	Janus Henderson Group plc Amended and Restated 2010 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Units (RSUs) deferred until separation of service.
<b>Name of registered holder (if issued securities)</b>	Undistributed RSUs are held directly by Lawrence Kochard. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Lawrence Kochard.
<b>No. and class of securities to which interest relates</b>	28,415 fully paid ordinary shares distributed upon separation of service.

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>HENDERSON GROUP PLC.</b>
<b>ABN</b>	<b>67 133 992 766</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Glenn Schafer
<b>Date of appointment</b>	30 May 2017

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
Nil

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+ See chapter 19 for defined terms.

**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
<small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	17,264 fully paid ordinary shares of Janus Henderson Group plc. The shares are held in a brokerage account at Fidelity Investments for the benefit of Glenn Schafer.

**Part 3 – Director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Janus Henderson Group plc Second Amended and Restated 2005 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Units (RSUs) deferred until separation of service.
<b>Name of registered holder (if issued securities)</b>	Undistributed RSUs are held directly by Glenn Schafer. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Glenn Schafer.
<b>No. and class of securities to which interest relates</b>	9,285 fully paid ordinary shares distributed upon separation of service.

<b>Detail of contract</b>	Janus Henderson Group plc Amended and Restated 2010 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Units (RSUs) deferred until separation of service.
<b>Name of registered holder (if issued securities)</b>	Undistributed RSUs are held directly by Glenn Schafer. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Glenn Schafer.
<b>No. and class of securities to which interest relates</b>	4,954 fully paid ordinary shares distributed upon separation of service.

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# Appendix 3X

## Initial Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>JANUS HENDERSON GROUP PLC</b>
<b>ABN</b>	<b>67 133 992 766</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Richard M. Weil
<b>Date of appointment</b>	30 May 2017

### **Part 1 - Director's relevant interests in securities of which the director is the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
Nil

### **Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

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Name of holder & nature of interest	Number & class of Securities
Note: Provide details of the circumstances giving rise to the relevant interest.	766,524 fully paid ordinary shares of Janus Henderson Group plc. The shares are held in a brokerage account at Fidelity Investments for the benefit of Richard M. Weil.
	11,797 fully paid ordinary shares of Janus Henderson Group plc. The shares are held by the Weil Living Trust UA for the benefit of Richard M. Weil and Britney B Weil (connected person)

### Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Janus Henderson Group plc Amended and Restated 2010 Long-Term Incentive Plan
<b>Nature of interest</b>	Restricted Stock Awards (RSA) vesting in four equal and consecutive annual instalments, with the first instalment vesting one year after the date of grant.
<b>Name of registered holder (if issued securities)</b>	Unvested RSAs are held directly by Richard M. Weil. Upon vesting, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Richard M. Weil.

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+ See chapter 19 for defined terms.

<b>No. and class of securities to which interest relates</b>	<p>2013 RSA: 11,532 fully paid ordinary shares vesting in December 2017.</p> <p>2014 RSA: 16,184 fully paid ordinary shares vesting in December 2017 and 16,184 fully paid ordinary shares vesting in December 2018.</p> <p>2015 RSA: 16,237 fully paid ordinary shares vesting in December 2017, 16,237 fully paid ordinary shares vesting in December 2018 and 16,237 fully paid ordinary shares vesting in December 2019.</p> <p>2016 RSA: 15,677 fully paid ordinary shares vesting in December 2017, 15,677 fully paid ordinary shares vesting in December 2018, 15,677 fully paid ordinary shares vesting in December 2019 and 15,678 fully paid ordinary shares vesting in December 2020.</p>
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<b>Detail of contract</b>	Janus Henderson Group plc Amended and Restated 2010 Long-Term Incentive Plan
<b>Nature of interest</b>	Performance share units (PSUs) capable of vesting after three years subject to certain performance conditions. The PSUs have a one-year holding period following vesting, and dividends are not paid on unvested PSUs. The vesting criteria for PSUs granted in 2013 and 2014 were based on Operating Income Margin. The vesting criteria for PSUs granted in 2015 and 2016 were based on the company's 3-Year Total Shareholder Return (TSR) percentile ranking relative to peer group companies.
<b>Name of registered holder (if issued securities)</b>	13,389 fully paid ordinary shares that have vested under the 2013 PSU are subject to restriction as noted below and are held in a brokerage account at Fidelity Investments for the benefit of Richard M. Weil.

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<b>No. and class of securities to which interest relates</b>	<p>2013 PSU: 13,389 fully paid ordinary shares are being held for one year following the December 2016 vesting.</p> <p>2014 PSU: 75,634 performance share units will vest in December 2017 into fully paid ordinary shares of Janus Henderson Group plc.</p> <p>2015 PSU: 65,548 performance share units capable of vesting in December 2018 into fully paid ordinary shares of Janus Henderson Group plc.</p> <p>2016 PSU: 63,549 performance share units capable of vesting in December 2019 into fully paid ordinary shares of Janus Henderson Group plc.</p>
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<b>Detail of contract</b>	Janus Capital Group 401(k) and Employee Stock Ownership Plan
<b>Nature of interest</b>	Company contribution of fully paid ordinary shares into a qualified retirement plan, shares are subject to restriction on distributions or withdrawals.
<b>Name of registered holder (if issued securities)</b>	Shares are held by Fidelity Management Trust Company Inc., the Trustee of the Janus 401(k) and ESOP, for the benefit of Mr. Richard M. Weil.
<b>No. and class of securities to which interest relates</b>	371.958 fully paid ordinary shares.

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>HENDERSON GROUP PLC.</b>
<b>ABN</b>	<b>67 133 992 766</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Tatsusaburo Yamamoto
<b>Date of appointment</b>	30 May 2017

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Number &amp; class of securities</b>
Nil

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+ See chapter 19 for defined terms.

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**Initial Director's Interest Notice**

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**Part 2 – Director's relevant interests in securities of which the director is not the registered holder**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<b>Number &amp; class of Securities</b>
	Nil

**Part 3 – Director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	-
<b>Nature of interest</b>	-
<b>Name of registered holder (if issued securities)</b>	-
<b>No. and class of securities to which interest relates</b>	-

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+ See chapter 19 for defined terms.