

# Appendix 3Z

## Final 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>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.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of director</b>	Andrew Formica
<b>Date of last notice</b>	6 August 2018
<b>Date that director ceased to be director</b>	1 August 2018

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

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.

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

Name of holder & nature of interest	Number & class of securities
Note: Provide details of the circumstances giving rise to the relevant interest	
Hargreaves Lansdown	41,371 ordinary shares of US\$1.50 each
Credit Suisse	270,376 ordinary shares of US\$1.50 each
Charles Stanley	55,390 ordinary shares of US\$1.50 each

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

Detail of contract	Janus Henderson Group Long Term Incentive Stock Plan (LTI)
Nature of interest	RSU – Provides the participant the right to receive a payment based on the value of an ordinary share, subject to restrictions on transfer and vesting requirements, payable in cash, shares or a combination of both.  PSU - Provides the participant the right to receive a payment based on the value of an ordinary share, subject to restrictions on transfer and vesting requirements and performance hurdles, payable in cash, shares or a combination of both.
Name of registered holder (if issued securities)	Fidelity Investments
No. and class of securities to which interest relates	RSU 2017 – 26,387 ordinary shares of US\$1.50 capable of vesting in March 2020. 13,193 ordinary shares of US\$1.50 capable of vesting in March 2021.  PSU 2018 – 50,594 ordinary shares of US\$1.50 each capable of vesting in March 2021 but subject to performance conditions.

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+ See chapter 19 for defined terms.

<b>Detail of contract</b>	Janus Henderson Group Restricted Share Plan (RSP)
<b>Nature of interest</b>	RSP - Represents interests in ordinary shares that are issued subject to restrictions on transfer and vesting requirements.
<b>Name of registered holder (if issued securities)</b>	ACS HR Solutions Share Plan Services (Guernsey) Limited
<b>No. and class of securities to which interest relates</b>	RSP – 57 ordinary shares of US\$1.50 each vesting February 2019. 9 shares will be forfeited on termination of employment on 31 December 2018.

<b>Detail of contract</b>	Janus Henderson Group Long Term Incentive Plan (LTIP)
<b>Nature of interest</b>	Nil-cost options capable of vesting after three or four years subject to performance conditions, including relative TSR, over three to four calendar years as below
<b>Name of registered holder (if issued securities)</b>	-
<b>No. and class of securities to which interest relates</b>	<p>2015 LTIP: 3,785 nil-cost options capable of vesting in March 2019 and 9,921 nil-cost options capable of vesting in March 2019 but subject to performance conditions. 9,174 shares currently in a holding period until March 2020 and no longer subject to forfeiture.</p> <p>2016 LTIP: 6,611 nil-cost options capable of vesting in March 2019 and 29,556 capable of vesting in March 2019 but subject to performance conditions. 2,479 nil-cost options capable of vesting in March 2020 and 18,084 nil-cost options capable of vesting in March 2020 but subject to performance conditions. 7,000 nil-cost options will be forfeited on termination of employment on 31 December 2018.</p>

<b>Detail of contract</b>	Janus Henderson Group Sharesave Scheme
<b>Nature of interest</b>	Savings-related share option scheme via monthly deductions from salary.
<b>Name of registered holder (if issued securities)</b>	-

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<b>No. and class of securities to which interest relates</b>	<p>2015 Sharesave: 396 options which have been available to exercise since June 2018 with an exercise price of 2270 per share.</p> <p>2017 Sharesave: 489 options capable of vesting on June 2020 with an exercise price of 1840 pence per share.  163 options will lapse and 326 options will become exercisable on termination of employment.</p> <p>2018 Sharesave: 446 options capable of vesting on June 2021 with an exercise price of 2016 pence per share.  298 options will lapse and 148 options will become exercisable on termination of employment.</p>
<b>Detail of contract</b>	Janus Henderson Group Buy as You Earn Plan (BAYE)
<b>Nature of interest</b>	Shares held in trust in accordance with the BAYE
<b>Name of registered holder (if issued securities)</b>	Greenwood Nominees Limited
<b>No. and class of securities to which interest relates</b>	<p>1,461 partnership shares</p> <p>2,735 matching shares</p> <p>1,065 free shares</p> <p>2,251 dividend shares</p>

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