

Appendix 3Y

Change of 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 30/09/01 Amended 01/01/11

Name of entity	JANUS HENDERSON GROUP PLC
ABN	67 133 992 766

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	EDWARD P GARDEN
Date of last notice	8 FEBRUARY 2022

Part 1 - Change of director's relevant interests in securities

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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	DEEMED INDIRECT INTEREST As noted in the Appendix 3X released on the ASX on 8 February 2022, Trian Partners AM Holdco II, Ltd. (Trian AM Holdco) is the registered holder. Trian Fund Management, L.P. (Trian Management) serves as the management company for Trian AM Holdco and as such determines the investment and voting decisions of Trian AM Holdco with respect to the shares of Janus Henderson Group Plc held by it. Mr. Garden is a member of Trian Fund Management GP, LLC, which is the general partner of Trian Management, and therefore is in a position to determine the investment and voting decisions made by Trian Management on behalf of Trian AM Holdco. Accordingly, Mr. Garden and Trian Management may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934) the shares beneficially owned by Trian AM Holdco. Mr Garden disclaims beneficial ownership of such shares except to the extent of his pecuniary interests therein and this document shall not be deemed an admission that Mr Garden is the beneficial owner of such securities.

+ See chapter 19 for defined terms.

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Date of change	7, 8, 9, 11, 14 and 15 March 2022
No. of securities held prior to change	28,272,648 ordinary shares
Class	Ordinary shares
Number acquired	691,306 ordinary shares acquired on 7 March 2022 308,260 ordinary shares acquired on 8 March 2022 500,434 ordinary shares acquired on 9 March 2022 750,000 ordinary shares acquired on 11 March 2022 500,000 ordinary shares acquired on 14 March 2022 162,638 ordinary shares acquired on 15 March 2022
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Average price for shares acquired on 7 March 2022: \$30.0159 Average price for shares acquired on 8 March 2022: \$30.6552 Average price for shares acquired on 9 March 2022: \$31.9108 Average price for shares acquired on 11 March 2022: \$32.4086 Average price for shares acquired on 14 March 2022: \$33.7473 Average price for shares acquired on 15 March 2022: \$33.8527
No. of securities held after change	31,185,286 ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market purchase of ordinary shares

+ See chapter 19 for defined terms.

Part 2 – Change of 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.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

⁺ See chapter 19 for defined terms.