

**Henderson Group plc****14 August 2014**

Attached is a notification which was required to be announced under London Stock Exchange Listing Rules.

**TR-1: Notification of Major Interests in Shares**

<b>1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:</b>	Henderson Group plc
<b>2. Reason for the notification (yes/no)</b>	
An acquisition or disposal of voting rights	Yes
An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	No
An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments	No
An event changing the breakdown of voting rights	No
Other (please specify): _____	No
<b>3. Full name of person(s) subject to notification obligation:</b>	Wellington Management Company, LLP
<b>4. Full name of shareholder(s)</b> (if different from 3):	BBH ISL Nominees Ltd Goldman Sachs International HSBC Global Custody Nominee (UK) Limited JP Morgan Chase Nominees Limited Mellon Nominees (UK) Ltd Nortrust Nominees Limited ROY Nominees Limited State Street Nominees Limited Vidacos Nominees Limited
<b>5. Date of transaction</b> (and date on which the threshold is crossed or reached if different):	12 August 2014
<b>6. Date on which issuer notified:</b>	13 August 2014
<b>7. Threshold(s) that is/are crossed or reached:</b>	5%

**8. Notified Details****A: Voting rights attached to shares**

Class/type of shares If possible use ISIN CODE	Situation previous to the triggering transaction		Resulting situation after the triggering transaction				
	Number of Shares	Number of voting rights	Number of shares	Number of voting rights		Percentage of voting rights	
				Direct	Indirect	Direct	Indirect
JE00B3CM95277 Ordinary Shares	61,294,888 ( 61,056,626 ordinary shares and 238,262 CHES depository interests or 61,294,888 ordinary shares on a converted basis)	61,294,888 ( 61,056,626 ordinary shares and 238,262 CHES depository interests or 61,294,888 ordinary share votes on a converted basis)	55,342,341 ( 55,051,780 ordinary shares and 290,561 CHES depository interests or 55,342,341 ordinary share votes on a converted basis)		55,342,341 ( 55,051,780 ordinary shares and 290,561 CHES depository interests or 55,342,341 ordinary share votes on a converted basis)	4.88%	

**B: Qualifying Financial Instruments****Resulting situation after the triggering transaction**

Type of financial instrument	Expiration date	Exercise/ conversion period	No. of voting rights that may be acquired (if the instrument is exercised/converted)	Percentage of voting rights

**C: Financial Instruments with similar economic effect to Qualifying Financial Instruments****Resulting situation after the triggering transaction**

Type of financial instrument	Exercise Price	Expiration date	Exercise/ conversion period	No. of voting rights instrument refers to	Percentage of voting rights	
					Nominal	Delta

<b>Total (A+B+C)</b>	
<b>Number of voting rights</b>	<b>Percentage of voting rights</b>
55,342,341 ( 55,051,780 ordinary shares and 290,561 CHESS depository interests or 55,342,341 votes on a converted basis)	4.88%

<b>9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:</b>
BBH ISL Nominees Ltd - 2,107,014 ordinary shares Goldman Sachs International – 8,351,905 ordinary shares HSBC Global Custody Nominee (UK) Limited – 176,907 ordinary shares JP Morgan Chase Nominees Limited – 5,619,594 ordinary shares Mellon Nominees (UK) Ltd – 1,253,456 ordinary shares and 290,561 CHESS depository interests Nortrust Nominees Limited – 2,174,914 ordinary shares ROY Nominees Limited – 20,760,228 ordinary shares State Street Nominees Limited – 14,086,595 ordinary shares Vidacos Nominees Limited – 521,167 ordinary shares

<b>Proxy Voting:</b>	
<b>10. Name of the proxy holder:</b>	
<b>11. Number of voting rights proxy holder will cease to hold:</b>	
<b>12. Date on which proxy holder will cease to hold voting rights:</b>	

<b>13. Additional information:</b>	
<b>14. Contact name:</b>	John D. Norberg
<b>15. Contact telephone number:</b>	617-790-7265