

Henderson European Focus Trust plc
Notice of 2021 Annual General Meeting

Letter from the Chairman

Dear Shareholder

Notice of Annual General Meeting (“AGM”)

I hope that this Notice of AGM finds you well. Our AGM this year will be held on Thursday, 28 January 2021 at 2.30 pm.

In light of the ongoing Covid-19 pandemic and with a view to making the AGM as safe and accessible for shareholders as possible, we are inviting you to attend this year using the conferencing software Zoom. This will allow you to be present for the usual presentation from your Fund Managers, John Bennett and Tom O’Hara, and will enable you to ask questions and debate with your Fund Managers and Board.

To attend the AGM, please register in advance at this link, entering your shareholder details:

https://jhi.zoom.us/webinar/register/WN_5jswkaU7T3O39WzlyMgVUw. You will then receive a dedicated invitation to join the webinar.

The Board commits to holding physical meetings in future when restrictions are not in place and these can be held safely. However, in case of any further extraordinary crises such as the Covid-19 lockdown, the Company is putting a proposed amendment to the Company’s articles of association to shareholders to enable a combination of virtual and physical shareholder meetings to be held in the future, as necessary.

Due to technological restrictions, voting will be conducted on a poll among the directors, rather than on a show of hands, with the Chair of the AGM holding the proxy votes. We therefore request all shareholders to submit their votes by proxy, ahead of the deadline of 26 January 2021, to ensure that their vote counts at the AGM, as there can be no live voting at the AGM. If you hold your shares in a nominee account, such as through a share dealing service or platform, you will need to contact your provider and ask them to submit the proxy votes on your behalf. For further instructions on proxy voting please refer to the notes on pages 5 and 6 of this document. Please send any corporate representative letters in advance of the AGM to itsecretariat@janushenderson.com.

The Notice of AGM can be found on pages 1 and 2 of this document. Further details of each of the resolutions to be proposed at the AGM are set out in the explanatory notes on pages 3 and 4. I also refer you to the Company’s Annual Report and financial statements for the year ended 30 September 2020 which is being sent to shareholders with this document. If shareholders would like to submit any questions in advance of the AGM, they are welcome to send these to the corporate secretary at itsecretariat@janushenderson.com.

The Board considers that the resolutions to be proposed at the AGM are in the best interests of the Company’s shareholders as a whole and therefore recommends unanimously to shareholders that they vote in favour of each of the resolutions, as the directors intend to do in respect of their own beneficial holdings.

Yours faithfully

Vicky Hastings

Chair

10 December 2020

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to what action you should take, you should consult your stockbroker, solicitor, accountant or other professional adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the UK, or if not from another appropriately independent professional adviser in your own jurisdiction.

If you have sold, transferred or otherwise disposed of all your shares in Henderson European Focus Trust plc (the “Company”), please pass this document and the accompanying form of proxy to the stockbroker, bank or other agent through whom you made the sale, transfer or disposal for transmission to the purchaser or transferee, except that such documents should not be sent to any jurisdiction under any circumstances where to do so might constitute a violation of local securities laws and regulations. If you have sold, transferred or otherwise disposed of only part of your holding of shares in the Company, you should retain this document and the accompanying form of proxy and consult the stockbroker, bank or other agent through whom you made the sale, transfer or disposal.

Henderson European Focus Trust plc

(an investment company within the meaning of section 833 of the Companies Act 2006,
incorporated in England and Wales with registered number 427958)

Notice of Annual General Meeting

Notice is hereby given that the 2021 Annual General Meeting ("AGM") of Henderson European Focus Trust plc (the "Company") will be held on **Thursday, 28 January 2021 at 2.30 pm** for the transaction of the following business:

Ordinary resolutions

1. To receive the Annual Report and audited financial statements for the year ended 30 September 2020.
2. To approve the Directors' Remuneration Policy.
3. To approve the Directors' Remuneration Report for the year ended 30 September 2020.
4. To approve a final dividend of 21.70 pence per ordinary share.
5. To re-elect Mrs Victoria (Vicky) Hastings as a director of the Company.
6. To re-elect Ms Eliza Dungworth as a director of the Company.
7. To re-elect Mr Robin Archibald as a director of the Company.
8. To re-appoint Ernst & Young LLP as the statutory auditor to the Company.
9. To authorise the directors to determine the statutory auditor's remuneration.

To consider, and if thought fit, pass the following resolutions:

10. THAT in addition to all existing authorities the directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of section 551) up to an aggregate nominal amount of £1,081,949 (or such other amount being 10% of the issued share capital as at the date of this resolution) for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) on the earlier of the date falling 15 months after the passing of this resolution and the conclusion of the next AGM of the Company after the passing of this resolution, but that the Company may make an offer or agreement which would or might require relevant securities to be allotted after expiry of this authority and the Board may allot relevant securities in pursuance of that offer or agreement as if the authority conferred hereby had not expired.

11. THAT the Company be authorised, subject to and in accordance with the provisions of the Companies Act 2006 (the "Act"), to send, convey, or supply all types of notices, documents or information to shareholders by electronic means, including making such notices, documents or information available on a website.

Special resolutions

12. THAT in addition to all existing authorities and subject to the passing of resolution 10 the directors be empowered pursuant to sections 570 and 573 of the Companies Act 2006 ("the Act") to allot equity securities or make offers or agreements to allot equity securities (within the meaning of section 560 of the Act) for cash, and to sell equity securities which are held by the Company in Treasury, as if section 561 of the Act did not apply to any such allotments or sale. This power shall be limited to:
 - (a) the allotment or sale of equity securities whether by way of a rights issue, open offer or otherwise to ordinary shareholders on the Register of Members at such record date(s) as the directors may determine where the equity securities respectively attributable to the interests of all ordinary shareholders are proportionate (or as nearly as may be) to the respective numbers of ordinary shares and such equity securities held by them (or are otherwise allotted in accordance with the rights attaching to such equity securities) subject in either case to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to Treasury shares, fractional entitlements or local or practical problems under the laws of, or the requirements of, any regulatory body or any stock exchange in any territory or otherwise howsoever;
 - (b) the allotment or sale (otherwise than pursuant to the subparagraph above) of equity securities up to a maximum aggregate nominal value of £1,081,949 (or such other amount being 10% of the issued share capital as at the date of this resolution); and
 - (c) the allotment or sale of equity securities at a price not less than the net asset value per ordinary share;

and shall expire at the earlier of the date falling 15 months after the passing of this resolution and the conclusion of the next AGM of the Company after the passing of this resolution, save that the directors may before such expiry make an offer or agreement which would or might require equity securities to be allotted or sold after such expiry and the directors may allot or sell equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

Notice of Annual General Meeting

continued

13. THAT the Company be and is hereby generally and unconditionally authorised in accordance with section 701 of the Companies Act 2006 (the "Act") to make market purchases (within the meaning of section 693(4) of the Act) of ordinary shares of 50p each in the capital of the Company, on such terms and in such manner as the directors may from time to time determine, provided that:
- (a) the maximum number of ordinary shares which may be purchased is 14.99% of the Company's issued ordinary share capital at the date of this resolution (being 3,243,685 shares as at the date of this Notice of AGM);
 - (b) the maximum price (exclusive of expenses) which may be paid for an ordinary share shall not exceed the higher of (i) 105% of the average of the middle market quotations for the ordinary shares as taken from the London Stock Exchange Daily Official List for the five business days preceding the date of purchase; and (ii) the higher of the last independent bid and the highest current independent bid on the London Stock Exchange;
 - (c) the minimum price (exclusive of expenses) which may be paid for an ordinary share shall be 50p, being the nominal value per share;
 - (d) the authority hereby conferred shall expire at the earlier of the date falling 15 months after the passing of this resolution and the conclusion of the next AGM of the Company after the passing of this resolution, unless such authority is renewed before that expiry;
 - (e) the Company may make a contract to purchase ordinary shares under the authority hereby conferred which will or may be executed wholly or partly after the expiration of such authority, and may make a purchase of ordinary shares pursuant to any such contract; and
 - (f) any ordinary shares so purchased shall be cancelled, or in accordance with the provisions of the Act, if the directors so determine, be held, sold, transferred or otherwise dealt with as Treasury shares.
14. THAT a general meeting other than an AGM may be called on not less than 14 clear days' notice, such authority to expire at the conclusion of the next AGM of the Company.
15. THAT the amended Articles of Association produced to the meeting for the purposes of identification be approved and adopted as the Articles of the Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

By order of the Board

Henderson Secretarial Services Limited
Corporate Secretary
10 December 2020

Registered office:
201 Bishopsgate, London EC2M 3AE

Explanation of the Resolutions

Resolutions 1 to 11 are proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolutions 12 to 15 are proposed as special resolutions. This means that for each of those resolutions to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

Resolution 1: Company's Annual Report and audited financial statements (ordinary resolution)

The directors are required to present to the meeting the Annual Report and audited financial statements in respect of the year ended 30 September 2020, along with the Independent Auditor's Report. Shareholders will be given an opportunity to ask questions on these items at the AGM and are invited to receive the Annual Report and audited financial statements.

Resolutions 2 and 3: In accordance with legislation in relation to remuneration, shareholders are asked to approve the directors' remuneration policy every three years, and this is a binding vote. The current directors' remuneration policy was last approved by shareholders at the AGM in 2017, and there have been no changes to the policy since that date.

This year the policy is set out in the Directors' Remuneration Report on page 42 of the Annual Report. Shareholders are requested to approve the Directors' Remuneration Report itself for the year ended 30 September 2020, which is set out on pages 42 to 44 of the Annual Report. The vote is advisory and does not affect the remuneration payable to any individual director.

Resolution 4: Final dividend (ordinary resolution)

The directors are proposing a final dividend of 21.70 pence per ordinary share. The proposed final dividend, alongside the interim dividend of 9.60 pence per ordinary share, brings the total dividend for the year to 31.30 pence per ordinary share. If approved, the dividend will be paid on 5 February 2021 to shareholders on the register on 8 January 2021.

Resolutions 5 to 7: Re-election of directors (ordinary resolutions)

Under the Code of Corporate Governance issued by the Association of Investment Companies ("AIC Code"), as endorsed by the Financial Reporting Council, directors are expected to stand for re-election annually. In September 2020, the Board reviewed the performance, contribution and commitment of the directors and concluded that each director continues to bring extensive current and relevant business experience that enables them to contribute effectively to the leadership of the Company.

Resolution 5 seeks the re-election of Victoria (Vicky) Hastings, who joined the Board in September 2018. Vicky has over 30 years' experience in the investment management industry in both executive and non-executive roles. She is an experienced finance professional and board director, who brings an in-depth understanding of investment process and oversight, corporate governance and investment company expertise to the Board.

Resolution 6 seeks the re-election of Eliza Dungworth, who joined the Board in January 2016. Eliza brings in-depth accounting, compliance and tax knowledge to the Board, as well as leadership skills from her senior roles at Fidelity International and Deloitte. Eliza is a chartered accountant and chartered tax adviser with a degree in law, and has a specialist understanding of the financial, regulatory and internal controls issues faced by investment companies.

Resolution 7 seeks the re-election of Robin Archibald, who joined the Board in March 2016. Robin brings in-depth knowledge,

specialist expertise and extensive senior-level experience in all areas of the UK closed ended funds sector. Robin's executive career spanned over 30 years as a corporate financier and chartered accountant.

Biographical details of the directors can be found on page 30 of the Annual Report 2020.

Resolutions 8 and 9: Re-appointment and remuneration of the auditor (ordinary resolutions)

In accordance with sections 489 and 492 of the Companies Act 2006, shareholders are required to approve the appointment of the Company's statutory auditor each year and to give the directors the authority to determine their remuneration. Ernst & Young LLP ("EY") is the current auditor. Following evaluation of EY's performance in respect of the 2020 audit, the directors recommend their re-appointment. EY has expressed their willingness to continue as auditor to the Company.

Resolution 10: Authority to allot shares (ordinary resolution)

On 31 January 2020 the directors were granted authority either to issue from Treasury or to allot up to 2,163,899 ordinary shares. No shares have been issued under this authority, which will expire at the forthcoming AGM.

Resolution 10 seeks to renew the directors' authority either to issue from Treasury or to allot up to 2,163,899 shares with a nominal value of £1,081,949 (or such other amount being 10% of the issued share capital as at the date of this resolution). The resolution is set out in full in the Notice of AGM on page 1. If renewed, the authority will expire at the earlier of the date falling 15 months after the passing of this resolution and the conclusion of the AGM in 2022.

Resolution 11: Electronic communications (ordinary resolution)

The Company is seeking to take advantage of the provisions of the Companies Act 2006 to allow electronic communications with its shareholders, including making important documents available through its website.

The resolution, if passed, would allow the Company to use electronic communications with shareholders by placing documents such as the Annual Report on a website rather than sending them in hard copy. The Company will notify those shareholders who have elected for electronic communication, by post or email if they have provided an email address, that the document is available on the website.

Shareholders can, however, ask for a hard copy of any document at any time. If this resolution is passed, the new arrangements are expected to result in potential administrative, printing and postage cost savings for the Company, whilst preserving shareholders' rights to receive hard copy documents if they so wish.

Resolution 12: Power to disapply pre-emption rights (special resolution)

On 31 January 2020 the directors were given authority to allot up to 2,163,899 shares without first having to offer these to existing shareholders. The authority will expire at the forthcoming AGM.

Resolution 12 seeks to renew the directors' authority to allot ordinary shares pursuant to resolution 10, up to a maximum of 2,163,899 shares with a nominal value of £1,081,949 (or such other amount being 10% of the issued share capital as at the date of this resolution) without first having to offer these shares to existing shareholders. New shares would not be issued at a discount to NAV per share, as estimated at the time of issue.

Explanation of the Resolutions

continued

Resolution 13: Repurchase of the Company's ordinary shares (special resolution)

On 31 January 2020 the directors were granted authority to repurchase 3,243,685 ordinary shares (with a nominal value of £1,621,842) for cancellation or to be held in Treasury. A total of 115,683 shares have been repurchased in the year to 30 September 2020 and as at the date of this Notice of AGM.

Resolution 13 seeks to renew the Company's authority to buy back shares. The authority under this resolution is limited to the purchase of a maximum of 14.99% of the ordinary shares in issue at the date of the passing of this resolution. The minimum price which may be paid for an ordinary share is 50p. In accordance with the Listing Rules of the Financial Conduct Authority, the maximum price which may be paid for an ordinary share is the higher of:

- (a) 5% above the average market value for the shares taken from the London Stock Exchange Daily Official List for the five business days prior to the date on which the purchase is made; and
- (b) the higher of the last independent bid and the highest current independent bid on the London Stock Exchange.

Both the minimum and maximum prices are exclusive of any relevant tax and expenses payable by the Company. It is the Company's current intention that any shares bought back will initially be held in Treasury, although they may subsequently be cancelled. Any shares sold out of Treasury will only be issued at a premium to the net asset value per share. As at the date of this Notice of AGM, 256,413 shares were held in Treasury (0.65% of the Company's share capital).

Any purchase of shares will only be made at a discount to the prevailing NAV per ordinary share and hence would enhance the NAV of the remaining shares. Purchases of shares will be made at the discretion of the Board and within guidelines set from time to time by the Board in the light of prevailing market conditions. The Company may utilise the authority to purchase shares by either a single purchase or a series of purchases when market conditions allow, with the aim of maximising the benefit to shareholders. This proposal does not indicate that the Company will purchase shares at any particular time or price, nor imply any opinion on the part of the directors as to the market or other value of the Company's shares. This authority will expire at the conclusion of the earlier of the date falling 15 months after the passing of the resolution and the conclusion of the AGM in 2022 and the Board intends to seek a similar authority annually.

Resolution 14: Notice of General Meetings (special resolution)

Under the Companies Act 2006 the notice period for general meetings (other than AGMs) is 21 days unless shareholders have approved the shorter period of 14 days. At the 2020 AGM shareholders approved the resolution to allow general meetings to be called on 14 days' notice. The approval expires at the conclusion of the forthcoming AGM.

In order to maintain maximum flexibility in communicating with shareholders, the directors are seeking to renew the authority so that general meetings (other than AGMs) may be called on the shortest permissible notice. This authority will only be used if to do so will be in the best interests of shareholders. The Company will be able to take advantage of this authority if all shareholders are given the opportunity (but not the obligation) to vote at such a general meeting by electronic means. This authority will expire at the conclusion of the 2022 AGM.

Resolution 15: Amendment to the articles of association (the "Articles") (special resolution)

The Board is proposing to make amendments to the Articles for the following reasons:

To permit general meetings to be held wholly or partially by electronic means

The amendments will enable the Company to hold general meetings (wholly or partly) by means of a flexible electronic facility and enable meetings to be held at more than one physical place if required. The Company could therefore hold a physical meeting only (in one or more places), a hybrid meeting (with a physical meeting, place(s) and an option to join by electronic means) or a virtual-only meeting (using electronic means only). There are provisions dealing with how the quorum is counted for the various types of meeting covering members' rights to participate in each case, and giving additional powers to postpone or adjourn meetings in appropriate circumstances. Where meetings are held (wholly or partly) by means of an electronic facility, then voting must be on a poll.

The amendments are being sought in response to challenges posed by Government restrictions on social interactions as a result of the Covid-19 pandemic, which have made it difficult for shareholders to attend physical general meetings. The Board's aim in introducing these changes is to make it easier for shareholders to participate in general meetings through introducing electronic access for those not able to travel, and also to ensure that appropriate security measures are in place for the protection and wellbeing of shareholders.

The Board is cognisant of the importance to shareholders of the ability to meet the members of the Board and representatives of the Manager face to face, and is committed to ensuring that future general meetings (including AGMs) incorporate a physical meeting where law and safety permits.

The potential to hold a general meeting through wholly electronic means is intended as a solution to be adopted as a last resort to ensure the continued smooth operation of the Company in extreme operating circumstances where physical meetings are prohibited. The Board has no present intention of holding a wholly electronic general meeting but wants to be prepared for the future.

Annual re-election of directors

In line with the requirements of the UK Corporate Governance Code and the AIC Code of Corporate Governance, the directors are expected to stand for re-election annually. The Company already complies with this obligation, but it is now being incorporated in the Company's Articles, and the provisions relating to the retirement of directors by rotation removed.

Removal of historic Article

The removal of a historic provision is proposed, which contains investment restrictions that are not required to be included in the Articles and are better suited to being in the Company's published investment policy.

The proposed new Articles (marked to show the proposed changes) will be available for inspection on the Company's website at www.henderson-european-focus.com until the conclusion of the AGM, or may be obtained from the Corporate Secretary by requesting a copy using the address and details provided on page 78 of the Annual Report.

Notes to the Notice of Annual General Meeting

1. Rights to attend and vote

Subject to note 2, shareholders are entitled to attend the forthcoming AGM or at any adjournment(s) thereof. On a poll each member has one vote for every one share held.

2. Voting record date

Only shareholders registered in the Register of Members of the Company at close of business on 26 January 2021 (the "specified time") shall be entitled to attend, speak and vote at the AGM in respect of the number of voting rights registered in their name at that time. Changes to entries on the Register of Members after the specified time shall be disregarded in determining the rights of any person to attend and vote at the AGM.

If the AGM is adjourned to a time not more than 48 hours after the time applicable to the original AGM, the specified time will also apply for the purpose of determining the entitlement of shareholders to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned meeting. If, however, the AGM is adjourned for a longer period then, to be so entitled, shareholders must be entered on the Company's Register of Members at 6.30 pm on the day which is two days (excluding non-working days) before the day of the adjourned meeting or, if the Company gives notice of the adjourned meeting, at any time specified in that notice.

In the case of joint holders of a voting right, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.

3. Right to appoint proxies

A form of proxy is enclosed. The completion of the form of proxy or any CREST proxy instruction (as described in Note 7 below) will not preclude a shareholder from attending the AGM. **Given the format of the meeting this year, shareholders are requested to appoint the Chairman of the AGM as their proxy to ensure their shares are voted.**

Section 324 of the Companies Act 2006 (the "Act") does not apply to persons nominated to receive information rights pursuant to section 146 of the Act ("Nominated Persons"). Nominated Persons have been sent this Notice of AGM and are hereby informed, in accordance with section 149(2) of the Act that they may have the right under an agreement with the registered member by whom they are nominated to be appointed, or to have someone else appointed, as a proxy for this meeting. If they have such right or do not wish to exercise it, they may have a right under such an agreement to give instructions to the member as to the exercise of voting rights.

The statement of rights of shareholders in relation to the appointment of proxies does not apply to Nominated Persons.

4. Proxies' rights to vote at the meeting

On a poll, all or any of the voting rights of the shareholder may be exercised by one or more duly appointed proxies. However, where a shareholder appoints more than one proxy, Section 285(4) of the Act does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the shareholder in person.

5. Voting by corporate representatives

Corporate representatives are entitled to attend and vote on behalf of the corporate member in accordance with section 323 of the Act provided they do not do so in relation to the same shares. Please send your letters of corporate representation in advance of the AGM to itsecretariat@janushenderson.com.

6. Receipt and termination of proxies

To be valid, the enclosed form of proxy must be lodged with the Company's registrar (Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 8LU) before 2.30 pm on 26 January 2021.

A member may terminate a proxy's authority at any time before the commencement of the meeting. Termination must be provided in writing and submitted to the Company's registrar.

In accordance with the Company's articles of association, in determining the time for delivery of proxies, no account shall be taken of any part of a day that is not a working day.

7. Electronic receipt of proxies

To appoint your proxy or give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the Company's agent (ID number RA19) no later than the deadline specified in note 6. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertified Securities Regulations 2001. Instructions on how to vote through CREST can be found on the website www.euroclear.com.

8. Communication with the Company

Members may not use any electronic address provided either in the Notice of AGM or any related documents (including the form of proxy) to communicate with the Company for any purpose other than those expressly stated. By attending the AGM, shareholders and their proxies and representatives are understood by the Company to have agreed to receive any communications relating to the Company's shares made at the AGM.

9. Questions at the AGM

Any member attending the AGM has the right to ask questions. Section 319A of the Act requires the directors to answer any question raised at the AGM which relates to the business of the meeting, although no answer need be given: (a) if to do so would interfere unduly with the proceedings of the meeting or involve disclosure of confidential information; (b) if the answer has already been given on the Company's website; or (c) if it is undesirable in the best interests of the Company or the good order of the meeting that the question be answered.

10. Members' statement of audit concerns

Section 527 of the Act allows shareholders who meet the threshold requirements of that section to require the Company to publish a statement on its website setting out any matter relating to: i) the audit of the accounts to be laid at the meeting (including the auditor's report and the conduct of audit); or ii) any circumstances connected with the auditor ceasing to hold office since the last meeting at which annual report and accounts were laid in accordance with section 437 of the Act. This is known as a "members' statement of audit concerns". If such a request is received, the Company cannot require those shareholders requesting publication of the statement to meet its costs of complying with that request. The Company must also forward a copy of the statement to the auditor at the same time that it makes it available on the website. Where a members' statement of audit concerns is received it will be included in the business of the meeting at which the accounts are laid.

Notes to the Notice of Annual General Meeting

continued

11. Website

A copy of the Notice of AGM, including these explanatory notes and other information required by section 311A of the Act, is included on the Company's website, www.henderson-european-focus.com

12. Total voting rights

As at the date of this Notice of AGM the total number of shares in issue was 21,638,991. The total number of voting rights on that date was 21,382,578 (256,413 shares being held in Treasury).

13. Documents available for inspection

Due to the restrictions in place arising from the Covid-19 pandemic, shareholders should contact the corporate secretary at itsecretariat@janushenderson.com if they wish to inspect the directors' letters of appointment.

The proposed new articles of association will be available to view on the Company's website at www.henderson-european-focus.com until the conclusion of the AGM or may be obtained from the corporate secretary.