

Henderson High Income Trust plc
Notice of 2025 Annual General Meeting

Letter from the Chairman

Dear Shareholders

Notice of Annual General Meeting

I hope that you will be able to attend this year's annual general meeting of the Company (the 'AGM' or the 'Meeting'), which will be held on Tuesday, 13 May 2025 at 12 noon at 201 Bishopsgate, London EC2M 3AE (the offices of Janus Henderson Investors). The Meeting will also be broadcast live on the internet and a link to register can be found at **www.janushenderson.com/hhi-agm**. Voting will not be available via this medium, so shareholders not attending the physical meeting are therefore encouraged to submit their votes via proxy, ahead of the deadline of 12 noon on Friday, 9 May 2025, to ensure that your vote counts at the AGM.

Our Fund Manager, David Smith, will give a presentation at the Meeting and there will be opportunities to ask questions. Shareholders are invited to join the Board and Fund Manager for light refreshments after the official business of the Meeting has concluded.

Please note that online viewers will not be able to ask questions on the formal business of the Meeting or the Fund Manager's presentation. If you would like to submit any questions to the Board in advance of the Meeting, you are welcome to send these to the corporate secretary at **itsecretariat@janushenderson.com**.

The Notice of Meeting is set out on pages 3 and 4 of this document and a map showing the venue for the Meeting is provided on page 4. Further details of each of the resolutions to be proposed at the Meeting are set out in the explanation of the resolutions on pages 5 and 6. I also refer you to the Company's annual report and financial statements for the year ended 31 December 2024. These are available on the Company's website, **www.hendersonhighincome.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. The Board strongly recommends 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

Jeremy Rigg

Chairman

26 March 2025

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 independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are resident in the UK, or if not, from another appropriately independent financial adviser in your own jurisdiction.

If you have sold, transferred or otherwise disposed of all your shares in Henderson High Income Trust plc (the 'Company'), please pass this document but not the accompanying personalised 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 High Income Trust plc

(an investment company within the meaning of Section 833 of the Companies Act 2006, incorporated in England and Wales with registered number 02422514)

Notice of Annual General Meeting

Notice is hereby given that the 36th Annual General Meeting of Henderson High Income Trust plc ('the Company') will be held at 201 Bishopsgate, London EC2M 3AE on **Tuesday, 13 May 2025 at 12 noon** for the purposes of considering and, if thought fit, pass the following resolutions, of which Resolutions 1 to 12 will be proposed as Ordinary Resolutions and Resolutions 13 to 15 will be proposed as Special Resolutions:

Ordinary Resolutions

- 1 To receive the Annual Report and audited financial statements for the year ended 31 December 2024.
- 2 To approve the Directors' Remuneration Report for the year ended 31 December 2024.
- 3 To re-appoint Jeremy Rigg as a Director of the Company.
- 4 To re-appoint Richard Cranfield as a Director of the Company.
- 5 To re-appoint Francesca Ecsery as a Director of the Company.
- 6 To re-appoint Jonathan Silver as a Director of the Company.
- 7 To appoint Preeti Rathi as a Director of the Company.
- 8 To re-appoint PricewaterhouseCoopers LLP as statutory auditor to the Company.
- 9 To authorise the Directors to determine the statutory auditor's remuneration.
- 10 THAT the Company should continue as an investment trust for a further five-year period.
- 11 THAT the shareholders approve the Company's dividend policy to continue to pay four quarterly interim dividends, which in the year under review have totalled 10.60p per ordinary share.
- 12 THAT in substitution for 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 ordinary shares of 5p each in the capital of the Company, and to grant rights to subscribe for, or to convert any security into, ordinary shares up to an aggregate nominal amount of £855,907 (or such other amount as shall be equivalent to 10% of the issued ordinary share capital at the date of passing of this resolution, excluding shares held in treasury), provided that this authority shall expire at the conclusion of the next annual general meeting of the Company or, if earlier, on the expiry of 15 months from the passing of this resolution, unless renewed, varied or revoked at a general meeting prior to such time, save that the Directors may make an offer or agreement which would or might require ordinary shares to be allotted after expiry of this authority and the Directors may allot ordinary shares and grant rights in pursuance of that offer or agreement as if the authority conferred hereby had not expired.

Special Resolutions

- 13 THAT, in substitution for all existing authorities and subject to the passing of resolution 12, the Directors be and are hereby empowered pursuant to Sections 570 and 573 of the Act to allot ordinary shares for cash pursuant to the authority conferred by resolution 12 above and to sell ordinary shares from treasury for cash as if Section 561(1) of the Act did not apply to the allotment or sale, provided that this authority shall be limited to the allotment or sale of ordinary shares:
 - (a) whether by way of a rights issue, open offer or otherwise to ordinary shareholders on the Register of Members at such record dates as the Directors may determine where the ordinary shares respectively attributable to the interests of all ordinary shareholders are proportionate (or as nearly as may be) to the respective numbers of ordinary shares held by them (or are otherwise allotted in accordance with the rights attaching to such ordinary shares) 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) otherwise than pursuant to sub-paragraph (a) above up to a maximum aggregate nominal value of £855,907 (or such amount being equivalent to 10% of the Company's issued ordinary share capital at the date of the passing of this resolution excluding shares held in treasury); and
 - (c) at a price not less than the net asset value per ordinary share as at the latest practicable date before such allotment or sale of ordinary shares as determined by the Directors in their reasonable discretion;

and shall expire at the conclusion of the next annual general meeting of the Company, or if earlier, on the expiry of 15 months from the passing of this resolution, unless renewed, varied or revoked at a general meeting prior to such time, save that the Directors may before such expiry make an offer or agreement which would or might require ordinary shares to be allotted or sold after such expiry and the Directors may allot ordinary shares or sell ordinary shares from treasury in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

Notice of Annual General Meeting

continued

14 THAT in substitution for all existing authorities the Company be and is hereby generally and unconditionally authorised in accordance with Section 701 of the Act to make market purchases (within the meaning of Section 693(4) of the Act) of ordinary shares of 5p each in issue 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 the passing of this resolution (equivalent to 25,660,117 ordinary shares at 24 March 2025, being the last practicable date prior to publication of this notice) excluding shares held in treasury;
- (b) the maximum price (exclusive of expenses) which may be paid for an ordinary share shall not exceed the higher of:
 - i) 105% above the average market price of the ordinary shares as taken from the London Stock Exchange Daily Official List for the five business days immediately prior to the day the purchase is made; and
 - ii) the higher of the last independent trade 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 5p, being the nominal value per share;

(d) the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company, or, if earlier, on the expiry of 15 months from the passing of this resolution, unless such authority is renewed, varied or revoked 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, if the Directors so determine, be held, sold, transferred or otherwise dealt with as treasury shares in accordance with the provisions of the Act.

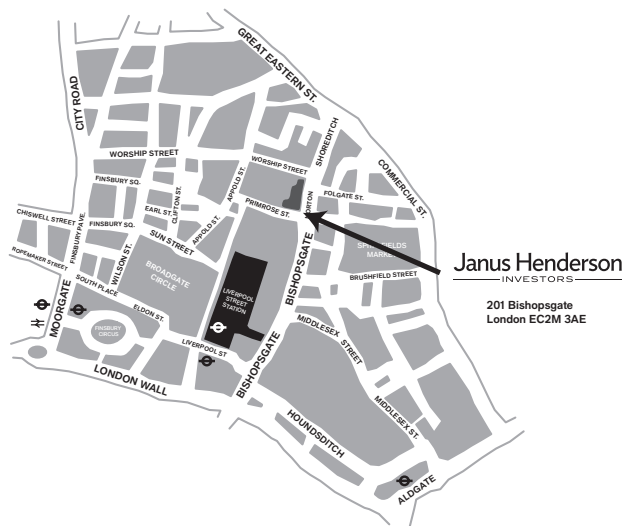
15 THAT a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice, such authority to expire at the conclusion of the next annual general meeting of the Company.

By order of the Board
Janus Henderson Secretarial Services UK Limited
Corporate Secretary
26 March 2025

Registered office:
201 Bishopsgate, London EC2M 3AE

Annual General Meeting Venue

The 36th Annual General Meeting will be held at Janus Henderson Investors' offices at 201 Bishopsgate, London EC2M 3AE. It is a few minutes walk from Liverpool Street Station and from Moorgate Underground Station.



Explanations of the Resolutions

The information set out below is an explanation of the business to be considered at the Meeting.

Resolutions 1 to 12 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 13 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.

Ordinary Business

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

The Directors are required to lay before the Meeting the Annual Report and audited financial statements in respect of the financial year ended 31 December 2024 including the Strategic Report, Report of the Directors, Independent Auditor's Report and the Directors' Remuneration Report. Shareholders will be given an opportunity at the Meeting to ask questions on these items. At the end of the discussion, shareholders will be invited to receive the Annual Report and audited financial statements.

Resolution 2: Approval of the Directors' Remuneration Report (ordinary resolution)

Shareholders are requested to approve the Remuneration Report which is set out on pages 48 to 50 of the Annual Report. This vote is advisory and does not affect the remuneration payable to any individual Director. However, the Board will take feedback from shareholders regarding remuneration and incorporate this into any future remuneration discussions.

Resolutions 3 to 7: Re-appointment/appointment of Directors (ordinary resolutions)

In line with the provisions of the Code of Corporate Governance issued by the Association of Investment Companies ('AIC Code'), all Directors will be retiring at the meeting and offer themselves for reappointment/appointment as set out below.

Resolution 3 relates to the re-appointment of Jeremy Rigg as a Director of the Company. Jeremy was appointed to the Board on 1 April 2018. Jeremy was appointed as Chairman of the Board, the Management Engagement Committee and the Insider Committee on 24 May 2021.

Resolution 4 relates to the re-appointment of Richard Cranfield as a Director of the Company. Richard was appointed to the Board on 1 March 2020.

Resolution 5 relates to the re-appointment of Francesca Ecsery as a Director of the Company. Francesca was appointed to the Board on 31 December 2022.

Resolution 6 relates to the re-appointment of Jonathan Silver as a Director of the Company. Jonathan was appointed to the Board on 2 January 2019 and subsequently became Chairman of the Audit & Risk Committee on 8 May 2019.

Resolution 7 relates to the appointment of Preeti Rathi as a Director of the Company. Preeti was appointed to the Board on 31 December 2024.

The Board has reviewed the performance and commitment of the Directors standing for re-appointment and appointment and considers that each of the Directors should continue in office as they bring wide, current and relevant business experience that allows them to contribute effectively to the leadership of the Company. Furthermore, the Board is satisfied that, having

considered each Directors' experience and the nature of, and anticipated demands on his or her time by virtue of their other business commitments, each Director is able to commit the time required to fulfil his or her responsibilities as a Director of the Company.

All the Directors are considered independent for the purposes of the AIC Code. Biographical details for the Directors are shown on pages 36 to 37 of the Annual Report.

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

In accordance with Sections 489 and 492 of the Act shareholders are required to approve the appointment of the Company's auditor each year and to give authority to the Directors to determine their remuneration. PricewaterhouseCoopers LLP (PwC) were re-appointed as the auditor at the 2024 AGM in respect of the year ended 31 December 2024. Following satisfactory performance, the Company is recommending the re-appointment of PwC in respect of the year ending 31 December 2025 and seeking authority for the Directors to determine their remuneration.

Other Business

Resolution 10: Continuation of the Company (ordinary resolution)

In accordance with the Company's Articles of Association, the Directors are required to put a resolution to shareholders every five years to approve the continuation of the Company as an investment trust. Shareholders last approved the continuation of the Company at the AGM in 2020 and resolution 10 continues this cycle. The Board is recommending that shareholders vote in favour of the resolution.

Resolution 11: Approval of dividend policy (ordinary resolution)

The Directors seek approval of the Company's dividend policy to continue to pay four quarterly interim dividends each year. In the year ended 31 December 2024 these four quarterly dividends totalled 10.60p per ordinary share.

Resolution 12: Authority to allot shares (ordinary resolution)

At the AGM on 14 May 2024, the Directors were granted authority to issue 17,214,170 new ordinary shares. No shares have been issued under this authority, which will expire at the forthcoming AGM.

Accordingly, an ordinary resolution to renew this authority will be proposed at the forthcoming AGM, which will allow the Directors to allot shares up to a maximum of 10% of the issued share capital, excluding treasury shares, which at the date of publication of this Notice was 17,118,157 shares (aggregate nominal value of £855,907).

The resolution is set out in full in this Notice on page 3. If renewed, the authority shall expire at the conclusion of the next annual general meeting of the Company or, if earlier, on the expiry of 15 months from the passing of this resolution unless such authority is renewed before that expiry.

Resolution 13: Power to disapply pre-emption rights (special resolution)

At the AGM on 14 May 2024, the Directors were given authority to allot or sell up to 17,214,170 shares without first having to offer these to existing shareholders in accordance with statutory pre-emption procedures. No new shares have been issued under this authority. The Directors may disapply pre-emption rights in respect of any shares issued under the remaining authority up to the 2025 AGM when the current authority will expire.

Resolution 13 therefore proposes to renew the Directors' annual

Explanations of the Resolutions

continued

authority to allot or sell ordinary shares in the capital of the Company, for cash or from treasury, pursuant to resolution 12, up to a maximum of 17,118,157 shares (aggregate nominal value of £855,907 or such amount being 10% of the Company's issued ordinary share capital, excluding treasury shares, as at the date of the passing of this resolution), without first having to offer these shares to existing shareholders. If renewed, the power shall expire at the conclusion of the next annual general meeting of the Company or, if earlier, on the expiry of 15 months from the passing of this resolution unless such authority is renewed before that expiry.

The Directors do not intend to allot or sell shares pursuant to resolutions 12 and 13 other than to take advantage of opportunities in the market as they arise and only if they believe it to be advantageous to the Company's existing shareholders to do so, and when it would not result in any dilution of net asset value per ordinary share (i.e. shares will only be issued at a premium to net asset value).

Resolution 14: Repurchase of the Company's ordinary shares (special resolution)

At the Company's last AGM held on 14 May 2024, the Directors were granted authority to repurchase 25,804,040 ordinary shares. As at 24 March 2025 (being the latest practicable date prior to the publication of this Notice) the Directors have bought back 960,130 shares with a total nominal value of £48,006. Therefore the Directors have remaining authority to repurchase ordinary shares with a nominal value totaling £1,242,196.

Resolution 14 seeks to renew the Company's authority to repurchase 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 (excluding shares held in treasury). The minimum price which may be paid for an ordinary share is 5p which is the nominal value of each share. In accordance with the UK Listing Rules of the Financial Conduct Authority ('FCA'), the maximum price which may be paid for an ordinary share is the higher of:

- (a) 105% above the average market price of the ordinary shares taken from the London Stock Exchange Daily Official List for the five business days immediately preceeding the day on which the purchase is made; and
- (b) the higher of the last independent trade and the highest current independent bid on the London Stock Exchange.

Both the minimum and maximum price are exclusive of any relevant tax and expenses payable by the Company. The Company may cancel or hold in treasury any shares bought back under this authority.

The Directors believe that, from time to time and subject to market conditions, it will continue to be in the shareholders' interests to buyback the Company's shares when they are trading at a discount to the underlying net asset value per ordinary share. The authority being sought provides an additional source of potential demand for

the Company's shares.

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 next annual general meeting of the Company or, if earlier, on the expiry of 15 months from the passing of this resolution unless such authority is renewed before expiry. It is the present intention of the Directors to seek a similar authority annually.

Resolution 15: Notice of general meetings (special resolution)

The Act stipulates that the notice period for general meetings (other than annual general meetings) is 21 days unless shareholders' approval to reduce the notice period has been given. The Board is of the view that it is in the Company's interest to have a shorter notice period which complies with the provisions of the Act. The passing of resolution 15 would preserve the Company's ability to call general meetings (other than an annual general meeting) on 14 clear days' notice where shareholders are given the opportunity to vote at such meetings by electronic means. The Board would utilise this authority to provide flexibility when merited and would not use it as a matter of routine. The Board intends to seek a renewal of such authority at subsequent annual general meetings.

Notes to the Notice of Annual General Meeting

1. Rights to attend and vote

Subject to note 2, all of the Company's members are entitled to attend, speak and vote at the forthcoming AGM or at any adjournment(s) thereof. On a poll each member has one vote for each share held.

2. Voting record date

Only members registered in the Register of Members of the Company at 12 noon on Friday, 9 May 2025 (the 'voting record date') 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 12 noon on Friday, 9 May 2025 shall be disregarded in determining the rights of any person to attend and vote at the Meeting.

If the AGM is adjourned for no more than 48 hours after the original time, the same voting record date will also apply for the purpose of determining the entitlement of members to attend, speak and vote (and for the purpose of determining the number of votes they may cast) at the adjourned meeting. If the AGM is adjourned for more than 48 hours then the voting record date will be close of business 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

Pursuant to Section 324 of the Act, a member entitled to attend and vote at the Meeting may appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to different shares held by them. A proxy need not be a member of the Company.

A Form of Proxy is enclosed. The completion of the Form of Proxy or any CREST proxy instruction (as described in notes 6 and 8) will not preclude a shareholder from attending and voting in person at the Meeting.

If the total number of voting rights that the Chairman will be able to vote (taking into account any proxy appointments from shareholders over which the Chairman is given discretion and any voting rights in respect of the Chairman's own shares) is such that the Chairman will have a notifiable obligation under the Disclosure Guidance and Transparency Rules of the FCA, the Chairman will make the necessary notifications to the Company and the FCA. Therefore, any member holding 3% or more of the voting rights in the Company who grants the Chairman a discretionary proxy in respect of some or all of those voting rights and so would otherwise have a notification obligation under the Disclosure Guidance and Transparency Rules, need not make a separate notification to the Company and to the FCA. However, any member holding 3% or more of the voting rights in the Company who appoints a person other than the Chairman as proxy will need to ensure that both the member and the proxy comply with their respective disclosure obligations under the Disclosure Guidance and Transparency Rules.

Section 324 of the Act does not apply to persons nominated to receive information rights under Section 146 of the Act. Persons nominated to receive information rights under Section 146 of the Act have been sent this Notice 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 the Meeting. If they have such right instead and do not wish to exercise it, they may have a right under such an agreement to give instructions to the registered member as to the exercise of voting rights.

Nominated persons should contact the registered member by whom they were nominated (not the Company) in respect of these arrangements.

The statement of rights of shareholders in relation to the appointment of proxies in this paragraph does not apply to nominated persons.

4. Proxies' right to vote at the Meeting

On a vote by a show of hands, each proxy has one vote.

If a proxy is appointed by more than one member and all such members have instructed the proxy to vote in the same way, the proxy will only be entitled on a show of hands to vote "for" or "against" as applicable. If a proxy is appointed by more than one member, but such members have given different voting instructions, the proxy may on a show of hands vote both "for" and "against" in order to reflect the different voting instructions.

All or any of the voting rights of the member may be exercised by one or more duly appointed proxies. However, where a member appoints more than one proxy, Section 285(4) of the Act does not permit the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member 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 bring the letter of corporate representation with you to the meeting.

6. Receipt and termination of proxies

To be valid the enclosed Form of Proxy must be received by the Company's Registrar (Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY) before 12 noon on Friday, 9 May 2025.

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.

As an alternative to completing and returning the printed Form of Proxy, you may submit your proxy electronically by accessing www.investorcentre.co.uk/eproxy. For security purposes, you will be asked to enter the control number, your shareholder reference number ('SRN') and personal identification number ('PIN') to validate the submission of your proxy online. The control number and members' individual SRN and PIN numbers are shown on the Form of Proxy. To be valid proxies must be received no later than 12 noon on Friday, 9 May 2025 (or, in the case of an adjournment, no later than 48 hours before the time fixed for the holding of the adjourned meeting).

Notes to the Notice of Annual General Meeting

continued

In accordance with the Company's Articles of Association, in determining the deadline for receipt of proxies, no account shall be taken of any part of a day that is not a working day.

7. Communication with the Company

Members may not use any electronic address provided either in the notice or any related documents (including the Form of Proxy) to communicate with the Company for any purpose other than those expressly stated.

8. Electronic receipt of proxies

To appoint one or more proxies or to 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 3RA50) 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 Uncertificated Securities Regulations 2001.

Instructions on how to vote through CREST can be found on the website www.euroclear.com/CREST.

9. Questions at the Annual General Meeting

Shareholders can submit questions to the Board in advance of the meeting by email to itsecretariat@janushenderson.com by no later than Monday, 12 May 2025. 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.

The attendance at the meeting of members and their proxies and representatives is understood by the Company to confirm their agreement to receive communications made at the meeting.

10. Website

Members satisfying the thresholds in Section 527 of the Act can require the Company to publish a statement on its website setting out any matter relating to:

- (a) the audit of the Company's accounts (including the Auditors' Report and the conduct of the audit) that are to be laid before the Meeting; or
- (b) any circumstances connected with an Auditor of the Company ceasing to hold office since the last AGM, that the members propose to raise at the Meeting.

The Company cannot require the members requesting the publication to pay its expenses. Any statement placed on the website must also be sent to the Company's Auditors no later than the time it makes its statement available on the website. The business which may be dealt with at the Meeting includes any statement that the Company has been required to publish on its website.

A copy of this Notice, including these explanatory notes and other information required by Section 311A of the Act, is included on the Company's website, www.hendersonhighincome.com.

11. Documents available for inspection

Copies of the Directors' letters of appointment may be inspected at the registered office of the Company, 201 Bishopsgate, London EC2M 3AE during normal business hours on any day (Saturdays, Sundays and public holidays excepted) and will be available at the Meeting from 15 minutes prior to the commencement of the Meeting until its conclusion. No Director has a contract of service with the Company.

12. Total voting rights

As at 24 March 2025 (being the last practicable date prior to the publication of this Notice) the total number of shares in the Company in issue is 172,141,700 including 960,130 shares held in treasury. Holders of the Company's ordinary shares are entitled to one vote for every share held. As treasury shares have no voting rights, the total number of voting rights in the Company on that date is 171,181,570.