

HENDERSON HIGH INCOME TRUST PLC
Annual General Meeting held on Tuesday 23 June 2020
Number of proxy votes lodged

Resolution	Description	FOR + DISCRETION	AGAINST	WITHHELD	TOTAL CAST (excluding votes withheld)
Ordinary					
1	To receive the Annual Report and the audited financial statements for the year ended 31 December 2019	14,911,629	2,165	44,931	14,913,794
2	To approve the Directors' Remuneration Report for the year ended 31 December 2019	14,541,459	101,828	309,737	14,643,287
3	To approve the Remuneration Policy	14,508,262	148,850	301,613	14,657,112
4	To re-appoint Margaret Littlejohns as a director	11,929,080	2,921,532	108,113	14,850,612
5	To re-appoint Zoe King as a director	14,833,071	17,541	108,113	14,850,612
6	To re-appoint Jeremy Rigg as a director	14,831,049	19,563	108,113	14,850,612
7	To re-appoint Jonathan Silver as a director	14,840,540	10,072	108,113	14,850,162
8	To appoint Richard Cranfield as a director	14,802,558	33,094	123,073	14,835,652
9	To re-appoint PricewaterhouseCoopers LLP as statutory auditors' to the Company	14,654,696	164,846	139,183	14, 819,542
10	To authorise the directors to determine the statutory auditors' remuneration	14,822,609	31,273	104,843	14,853,882
11	THAT the Company should continue as an investment trust for a further five-year period	14,908,744	5,069	44,912	14,913,813
Special					
12	To approve the Company's dividend policy	14,891,625	18,611	48,489	14,910,236
13	Authority to allot new ordinary shares	14,796,260	68,978	93,487	14, 865,238
14	Authority to disapply pre-emption rights	14,720,323	105,258	133,144	14,825,581
15	Authority to buy back ordinary shares	14,754,732	136,933	67,060	14,891,665
16	To authorise that a general meeting other than an Annual General Meeting may be called on not less than 14 clear days' notice	14,158,008	735,034	65,683	14, 893,042

Calculation of Voting Rights: one vote for each share held. Issued share capital at 23 June: 128,596,278. Voting rights at 23 June 2020: 128,596,278