

HENDERSON OPPORTUNITIES TRUST PLC
Annual General Meeting on Thursday 19 March 2020
Number of proxy votes lodged

Resolution	Description	Votes For	Votes Against	Chairman's Discretion	Third Party Discretion	Votes Withheld	Total votes cast (excluding votes withheld)
1	Annual Report and audited financial statements	2,500,509	6,550	10,019	3,700	4,319	2,520,778
2	Directors' Remuneration Policy	2,473,548	24,512	10,019	3,700	13,318	2,511,779
3	Directors' Remuneration Report	2,476,160	22,796	10,019	3,700	12,422	2,512,675
4	Final dividend of 19.0p per share	2,499,802	7,349	10,019	3,700	4,227	2,520,870
5	Appoint Davina Curling as a Director	2,475,430	19,726	12,223	3,700	14,018	2,511,079
6	Re-appoint Peter Jones as a Director	2,482,815	15,253	12,223	3,700	11,106	2,513,991
7	Re-appoint Wendy Colquhoun as a Director	2,473,941	24,235	12,223	3,700	10,998	2,514,099
8	Re-appoint Frances Daley as a Director	2,472,039	26,137	12,223	3,700	10,998	2,514,099
9	Re-appoint Chris Hills as a Director	2,484,726	13,342	12,223	3,700	11,106	2,513,991
10	Re-appoint BDO LLP as statutory auditors	2,486,256	12,538	12,223	3,700	10,380	2,514,717
11	Remuneration of the statutory auditors	2,488,671	7,949	10,019	3,700	14,758	2,510,339
12	Continuation as an Investment Trust	2,491,423	19,467	10,019	3,700	488	2,524,609
13	Authority to allot relevant securities	2,488,045	14,355	10,019	3,700	6,978	2,516,119
14*	Authority to disapply pre-emption rights	2,481,563	14,221	10,019	3,700	13,594	2,509,503
15*	Authority to repurchase ordinary shares	2,482,227	21,783	10,019	3,700	5,368	2,517,729
16*	14 clear days' notice for a General Meeting	2,491,978	11,054	10,019	3,700	6,346	2,516,751

As at 19 March 2020, the Company's issued share capital consisted of 8,000,858 ordinary shares of 25p of which 7,898,375 shares had voting rights and 102,483 shares were held in Treasury without voting rights. Each vote represented one ordinary share of 25p each.

* Special Resolution