

THE HENDERSON SMALLER COMPANIES INVESTMENT TRUST PLC
Annual General Meeting 2020: Results of Proxy Votes Lodged

Resolution	For	Against	Discretionary	Withheld	Votes cast (<i>ex withheld</i>)
Ordinary					
1. To receive the annual report and the audited financial statements for the year ended 31 May 2020	26,285,419	397	69,513	27,080	26,355,329
2. To approve the Directors' Remuneration Report for the year ended 31 May 2020	26,202,277	58,597	69,513	52,022	26,330,387
3. To approve the Directors' Remuneration Policy	26,187,908	62,455	69,513	62,533	26,319,876
4. To approve a final dividend of 16.5p per ordinary share	26,287,117	1,155	69,513	24,624	26,357,785
5. To re-appoint Jamie Cayzer-Colvin as a director	22,634,853	3,430,568	69,513	247,474	26,134,934
6. To re-appoint Penny Freer as a director	26,256,106	8,329	69,513	48,461	26,333,948
7. To re-appoint David Lamb as a director	26,253,007	11,028	69,513	48,861	26,333,548
8. To re-appoint Alexandra Mackesy as a director	26,248,952	15,083	69,513	48,861	26,333,548
9. To re-appoint Victoria Sant as a director	26,247,572	16,463	69,513	48,861	26,333,548
10. To re-appoint Ernst & Young LLP as the statutory auditor	26,208,556	62,422	69,513	41,918	26,340,491
11. To authorise the directors to determine the auditor's remuneration	26,249,187	11,024	69,513	52,685	26,329,724
12. To authorise the allotment of relevant securities	26,224,106	49,643	69,513	39,147	26,343,262
Special					
13. To authorise the dis-application of pre-emption rights	26,169,491	96,199	69,513	47,206	26,335,203
14. To authorise the repurchase of preference stock	26,266,986	4,276	69,513	26,634	26,340,775
15. To authorise the repurchase of the Company's ordinary shares	23,218,500	3,068,042	69,513	26,353	26,356,055
16. To authorise the calling of a general meeting on not less than 14 clear days' notice	25,848,197	435,133	69,513	29,566	26,352,843
17. To approve the Articles of Association	22,404,027	3,829,842	69,513	79,026	26,303,382

The number of ordinary shares of 25p each in issue as at 17 September 2020, being the closing date for the receipt of proxies, was 74,701,796 (shares held in treasury=0).