

HENDERSON HIGH INCOME TRUST PLC

Role of the Senior Independent Director

Shareholders

- Be available to shareholders if they have concerns relating to matters which contact through the usual channels has failed to resolve, or for which such contact is inappropriate.
- Maintain contact as required with major shareholders to understand their issues and concerns, including attending meetings where necessary with shareholders to listen to their views.
- Support the Chair in ensuring the Board is aware of the views of major shareholders.

Evaluation of the Chairman

- Liaise with the non-executive directors without the Chair present, at least annually, to consider the performance of the Chair and communicate the results of the evaluation to the Chair.
- Chair the Nominations Committee when considering succession plans for the Chair.
- Act as an intermediary for non-executive directors for any concerns regarding the Chair and/or the relationship between the Chair and the Manager.
- Approve dealing requests from the Chairman and for other directors in his/her absence.