

# HENDERSON DIVERSIFIED INCOME TRUST PLC

Annual General Meeting – Tuesday 21 August 2018

## Results of Proxy Voting Rights Received

Resolution		Proxy Votes Cast			Withheld	Total Votes Cast (excluding votes withheld)
		For	Against	Discretionary		
1	Approval of Company's Report and audited financial statements	21,530,230	16,080	36,343	7,000	21,582,653
2	Approval of Company's Remuneration Policy	20,891,889	552,302	36,343	109,119	21,480,534
3	Approval of Directors' Remuneration Report	20,884,349	599,842	36,343	69,119	21,520,534
4	Election of Angus Macpherson as a Director.	21,498,892	32,697	36,343	21,721	21,567,932
5	Election of Denise Hadgill as a Director	21,442,942	88,647	36,343	21,721	21,567,932
6	Election of Stewart Wood as a Director	21,419,308	112,281	36,343	21,721	21,567,932
7	Election of Ian Wright as a Director	21,498,892	32,697	36,343	21,721	21,567,932
8	Appointment of Ernst & Young LLP as the statutory auditor	21,040,604	507,706	36,343	5,000	21,584,653
9	Directors to determine the statutory auditors' Remuneration	21,480,555	45,443	58,655	5,000	21,584,653
10	Approval of the Company's dividend policy	21,505,431	47,879	36,343	0	21,589,653
11	Directors ' Authority to allot relevant securities	21,055,614	462,152	36,343	35,544	21,554,109
12	Authority for Company to dis-apply pre-emption rights *	20,973,940	509,812	38,343	67,558	21,522,095
13	Authority for Company to make market purchases of own shares*	21,021,991	505,019	36,343	26,300	21,563,353
14	Authority for general meeting on 14 clear days' notice*	21,168,207	378,103	36,343	7,000	21,582,653

\* Special Resolution

### Calculation of Voting Rights

Ordinary Shares – One vote for every share held