

HENDERSON INTERNATIONAL INCOME TRUST PLC

Annual General Meeting – Friday, 7 December 2018 Results of Proxy Voting Rights Received#

| | Resolution | For | Against | Discretion | Vote withheld |
|-----|--|------------|---------|------------|---------------|
| 1. | To receive the Annual Report for the year ended 31 August 2018. | 38,795,019 | 10,187 | 127,453 | 13,282 |
| 2. | To approve the Directors' Remuneration Report for the year ended 31 August 2018. | 38,380,064 | 199,165 | 121,789 | 237,063 |
| 3. | To re-elect Simon Jeffreys as a director of the Company. | 38,651,439 | 58,171 | 127,453 | 108,878 |
| 4. | To re-elect Bill Eason as a director of the Company. | 38,655,364 | 49,928 | 131,771 | 108,878 |
| 5. | To re-elect Richard Hills as a director of the Company. | 38,669,681 | 39,929 | 127,453 | 108,878 |
| 6. | To elect Aidan Lisser as a director of the Company. | 38,627,596 | 82,014 | 127,453 | 108,878 |
| 7. | To elect Kasia Robinski as a director of the Company. | 38,626,663 | 82,947 | 127,453 | 108,878 |
| 8. | To re-appoint Grant Thornton UK LLP as Auditor. | 38,555,512 | 123,077 | 136,918 | 104,410 |
| 9. | To authorise the directors to determine the Auditors' remuneration. | 38,670,892 | 63,122 | 136,918 | 75,009 |
| 10. | To approve the Company's dividend policy. | 38,774,715 | 23,778 | 127,453 | 19,995 |
| 11. | To authorise the allotment of shares. | 38,634,017 | 114,552 | 127,453 | 69,919 |
| 12. | *To authorise the disapplication of pre-emption rights. | 38,542,570 | 206,003 | 127,453 | 69,915 |
| 13. | *To authorise the Company to purchase its own shares. | 38,644,050 | 108,906 | 121,789 | 71,196 |
| 14. | *To give authority for general meetings to be called on 14 clear days' notice. | 37,985,600 | 770,823 | 127,453 | 62,065 |

1 vote for every 1p ordinary share

*Special resolution