

HENDERSON DIVERSIFIED INCOME LIMITED

Annual General Meeting – Wednesday 26 April 2017

Results of Proxy Voting Rights Received

	Resolution	FOR	AGAINST	DISCRETION	WITHHELD
1.	Receive the Annual Report and audited Financial Statements for the year ended 31 October 2016	29,386,786	0	64,146	13,082
2.	Approve the Directors' Remuneration Report	29,319,620	21,176	60,719	62,499
3.	Approve the Directors' Remuneration policy	29,336,899	21,176	60,719	45,220
4.	Re-appoint Grant Thornton Limited as Independent Auditors	29,375,413	10,000	65,519	13,082
5.	Directors' authority to determine the Auditors remuneration	29,375,413	10,000	65,519	13,082
6.	Re-appoint Angus Macpherson as a Director of the Company	29,366,575	0	65,519	31,920
7.	Re-elect Ian Wright as a Director of the Company	29,349,535	24,279	65,519	24,681
8.	Approve the Company's dividend policy	29,394,786	0	56,146	13,082
9.	Authority to make market purchases*	29,344,055	20,000	65,519	34,440
10.	Authority to hold shares in treasury*	29,364,731	0	65,519	33,764
11.	Authority to disapply pre-emption rights and issue equity securities**	29,302,303	51,128	65,519	45,064

* Special Resolution requiring at least two thirds of voting shareholders to approve

** Special Resolution requiring three quarters of voting shareholders to approve

Voting Rights: 1 vote for every 1 ordinary share held