

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	JANUS HENDERSON GROUP PLC.
ABN	67 133 992 766

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Richard M Weil
Date of last notice	18 February 2019

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	

+ See chapter 19 for defined terms.

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No. of securities held after change	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Janus Capital Group 401(k) and Employee Stock Ownership Plan
Nature of interest	Company contribution of fully paid ordinary shares into a qualified retirement plan, shares are subject to restriction on distributions or withdrawals.
Name of registered holder (if issued securities)	Shares are held by Fidelity Management Trust Company Inc., the Trustee of the Janus 401(k) and ESOP, for the benefit of Mr. Richard M. Weil.
Date of change	28 February 2019
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	487.697 fully paid ordinary shares
Interest acquired	7.069 fully paid ordinary shares on 28 February 2019
Interest disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Dividends paid on plan shares were reinvested by purchasing shares on-market on 28 February 2019 at an average price of US\$24.80 per share.
Interest after change	494.766 fully paid ordinary shares on 28 February 2019

+ See chapter 19 for defined terms.

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.