

# 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

<b>Name of entity</b>	<b>JANUS HENDERSON GROUP PLC</b>
<b>ABN</b>	<b>67 133 992 766</b>

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.

<b>Name of Director</b>	Richard Gillingwater
<b>Date of last notice</b>	8 November 2018

### 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.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Registered Holder: Computershare
<b>Date of change</b>	29 July 2019
<b>No. of securities held prior to change</b>	4,224 ordinary shares (direct) 3,611 ordinary shares (indirect)
<b>Class</b>	Ordinary shares of US\$1.50 each
<b>Number acquired</b>	3,920 ordinary shares
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	As part of their remuneration arrangements, each Non-Executive Director of the Company is entitled to an annual stock retainer, worth US\$160,000, to be awarded on a pro-rated basis at the beginning (or as soon as practicable thereafter) of each year of service. Shares acquired at no cost to the Director.

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	8,144 ordinary shares (direct) 3,611 ordinary shares (indirect)
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares acquired as a part of Non-Executive Director's fee, being an annual stock retainer for the year ended 30 April 2020.  (Note: the retainer for each Non-Executive Director of Janus Henderson Group PLC is US\$160,000, however the number of securities received for this retainer may vary due to tax considerations.)

**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.

<b>Detail of contract</b>	Non-Executive Director Fee - Annual Stock Retainer
<b>Nature of interest</b>	As part of their remuneration arrangements, each Non-Executive Director of the Company is entitled to an annual stock retainer, worth US\$160,000, to be awarded on a pro-rated basis at the beginning (or as soon as practicable thereafter) of each year of service.
<b>Name of registered holder (if issued securities)</b>	-
<b>Date of change</b>	-
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	-
<b>Interest acquired</b>	-
<b>Interest disposed</b>	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Nil
<b>Interest after change</b>	-

+ See chapter 19 for defined terms.

**Part 3 – +Closed period**

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

---

+ See chapter 19 for defined terms.