

# HENDERSON INTERNATIONAL INCOME TRUST PLC

## Annual General Meeting – Friday, 12 December 2014 Results of Proxy Voting Rights Received #

	Resolution	For	Against	Discretion	Vote withheld
1.	To receive the Annual Report for the year ended 31 August 2014.	8,810,054	23,842	608,002	0
2.	To approve the Company's remuneration policy.	8,640,642	141,822	632,838	26,595
3.	To approve the Directors' Remuneration Report for the year ended 31 August 2014.	8,630,730	141,948	632,838	36,381
4.	To re-elect Bill Eason as a director.	6,982,564	1,818,631	608,002	32,701
5.	To re-elect Simon Jeffreys as a director.	8,673,403	123,126	608,002	37,367
6.	To re-appoint Grant Thornton UK LLP as Auditors.	8,658,428	166,783	615,868	819
7.	To authorise the directors to determine the Auditors' remuneration.	8,800,923	22,090	615,868	3,017
8.	To continue as an investment trust.	8,810,054	23,842	608,002	0
9.	To authorise the allotment of shares.	8,750,960	25,148	608,002	57,788
10.	*To disapply pre-emption rights.	8,669,341	102,830	636,611	33,116
11.	*To authorise the Company to purchase its own shares.	8,670,785	73,224	632,479	65,410
12.	*To amend the articles of association.	8,538,462	38,240	644,249	220,947
13.	*To allow general meetings to be called on 14 days clear notice.	8,792,516	13,343	632,479	3,559

# 1 vote for every 1 ordinary share

\*Special resolution