

HENDERSON OPPORTUNITIES TRUST PLC
Annual General Meeting on Thursday 19 March 2009

Number of proxy votes lodged

Resolution	Description	Votes for	Votes against	Votes at proxies' discretion	Votes withheld	Total votes cast (excluding votes withheld)
1	To receive the report of the directors and the audited accounts for the year ended 31 October 2008	4,900,301	40,348	21,654	10,352	4,962,303
2	To approve the directors' remuneration report for the year ended 31 October 2008	4,562,056	300,123	52,358	57,095	4,914,537
3	To approve a final dividend	4,903,209	47,185	21,654	870	4,972,048
4	To re-elect Mr M R King as a director of the Company	4,704,562	193,006	29,240	45,647	4,926,808
5	To re-elect Mr G B Burnett as a director of the Company	4,387,893	435,771	29,240	119,549	4,852,904
6	To re-elect Mr R D H Bryce as a director of the Company	4,413,390	451,473	29,240	78,352	4,894,103
7	To re-elect Mr R W Smith as a director of the Company	4,457,204	433,564	29,240	52,447	4,920,008
8	To re-appoint PricewaterhouseCoopers LLP as auditors to the Company	4,641,637	260,737	28,140	41,941	4,930,514
9	To authorise the directors to determine the remuneration of the auditors.	4,720,720	84,123	29,150	138,462	4,833,993

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SPECIAL BUSINESS						
10	That the Company continue as an investment trust	4,346,372	590,034	21,637	14,611	4,958,043
11	To authorise the directors to allot shares	4,648,887	249,917	21,637	52,166	4,920,441
12*	To authorise the directors to allot shares for cash on a non pre-emptive basis	4,600,040	298,957	21,637	51,973	4,920,634
13*	To authorise the Company to make market purchases of its own ordinary shares	4,854,348	73,049	21,637	23,015	4,949,034
14*	To authorise the Company to make market purchases of its own subscription shares	4,830,971	89,007	22,021	30,050	4,941,999

* Special resolutions

The number of ordinary shares of 25p each in issue as at 2.30 pm on 17 March 2009, the closing date for the receipt of proxies, was 8,208,293. Each vote represents one ordinary share of 25p each. There were no shares held in treasury.