



Henderson **Horizon** Fund

Pan European Smaller Companies Fund

Simplified prospectus

1 April 2010

This simplified prospectus contains information about HENDERSON HORIZON FUND – Pan European Smaller Companies Fund (the "Pan European Smaller Companies Fund"), a sub-fund of HENDERSON HORIZON FUND (the "Company"), an investment company with variable capital authorised under Part I of the Luxembourg law of 20 December 2002. The Company has appointed HENDERSON FUND MANAGEMENT (LUXEMBOURG) S.A. as its management company.

For further details, the current full prospectus of the Company should be consulted. Terms in capitals where not defined in this document are defined in the full prospectus. The full prospectus, the latest annual and semi-annual reports may be obtained at the registered office of the Company on request free of charge.

Investment objective and policy

Pan European Smaller Companies Fund

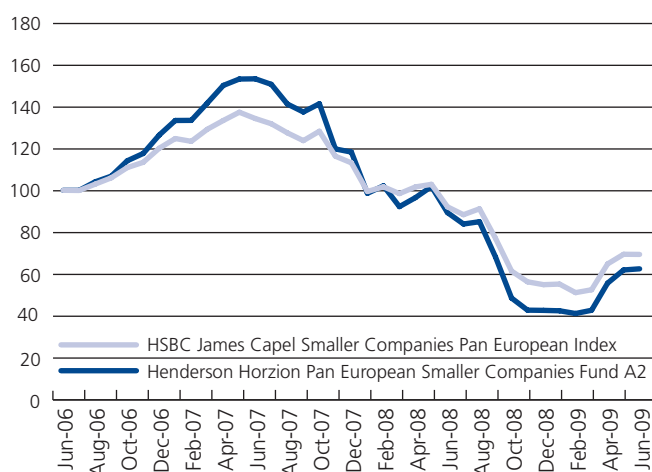
The investment objective of the Pan European Smaller Companies Fund is to seek long-term capital appreciation by investing at least 75% of its total assets in equity securities of companies having their registered offices in the EEA which will generally fall within the bottom 25% of their relevant market by way of market capitalisation. The Fund is denominated in €. Please refer to the HENDERSON HORIZON FUND SHARE CLASS DETAIL page in the Full Prospectus for information regarding the Share Classes available.

Risk profile

- There is no guarantee that investors will get back the invested amount given that the value of investments is subject to market conditions and therefore may go down as well as up.
- The performance of the value of the Company and its Funds is primarily a comparison of the net asset values per Share at the beginning and the end of a particular period of time. Hence, an investor in order to assess the actual performance of his investment in the Company must deduct from the performance declared at a certain time any subscription fee paid by him when making his investment in the Company.
- In the case of investments denominated in currencies other than the Pan European Smaller Companies Fund's currency, there exists the additional risk of losses due to currency fluctuations. The currency risk is based on fluctuations of the exchange rates which can be important.
- The Pan European Smaller Companies Fund may use techniques and instruments for hedging purposes only to protect portfolios against currency fluctuation, market movements and interest rates risks. The use of any of these derivative instruments will not reach a volume which could endanger the spirit of the investment policy.
- Securities of smaller companies may be less liquid than the securities of larger companies, as a result of inadequate trading volume or restrictions on trading. Securities in smaller companies may possess greater potential for capital appreciation, but also involve risks, such as limited product lines, markets and financial or managerial resources. Trading in such securities may be subject to more abrupt price movements than trading in the securities of larger companies.
- Investors should note that in certain market conditions, securities held by the Pan European Smaller Companies Fund may not be as liquid as they would be in normal circumstances. If a security cannot be sold in a timely manner then it may be harder to attain a reasonable price and there is a risk that the price at which the security is valued may not be realisable in the event of sale. The Pan European Smaller Companies Fund may therefore be unable to readily sell such securities.
- Information relating to the risk management of the Pan European Smaller Companies Fund will be provided to investors upon request.

Performance of Pan European Smaller Companies Fund

The graph below shows the cumulative performance and the table discrete performance of the Pan European Smaller Companies Fund over the last three full financial years. The past performance of the Fund may not be a reliable guide to future performance.



	1yr to 30/06/07	1yr to 30/06/08	1yr to 30/06/09
Henderson Horizon Pan European Smaller Companies Fund A2	52.88	-41.51	-29.82
HSBC James Capel Smaller Companies Pan European Index	34.04	-31.24	-24.49

Profile of the typical investor

A typical investor will invest into this Fund to seek long-term capital appreciation through the Pan European equity markets. The Fund aims to provide high returns over the long-term, but may be subject to fluctuations in capital values. For the purposes of French investors, this Fund is PEA Eligible.

Classes of Shares / Treatment of income

Within the Pan European Smaller Companies Fund, three Classes of Shares are available - namely Class A and Class X Shares which are available to retail investors and Class I Shares which are available to institutional investors within the meaning of article 129 of the law of 20 December 2002 as amended. For all Classes of the Pan European Smaller Companies Fund, except Class X Shares, there are two types of Shares available: Distribution Shares, which are entitled to dividends, and Accumulation Shares, which are not entitled to dividends. Gross income and net realized and unrealized capital gains will be distributed on an annual basis. Class X Shares are only available as Accumulation Shares. All Shares participate in the same way in all of the assets of the Pan European Smaller Companies Fund.

Taxation

Luxembourg

Under Luxembourg law, there are no Luxembourg income, withholding or capital gains taxes payable by the Company. The Company will, however, be subject to an annual tax, calculated and payable quarterly, on the aggregate net asset value of each Fund at the end of each quarter being 0.05% per annum on Class A and Class X Shares of the Regional, Specialist and Bond Fund and 0.01% per annum on Class I and Class B Shares of the Funds. No such tax is due on the portion of the Company's assets invested in other Luxembourg undertakings for collective investment.

Capital gains and dividends and interest on securities issued in other countries may be subject to withholding or capital gains taxes imposed by such countries.

Under current legislation in Luxembourg, Shareholders are not subject to any capital gains, income, inheritance or other taxes in Luxembourg (except for Shareholders domiciled, resident or having a permanent establishment in Luxembourg and for certain residents of Luxembourg owning more than 10% of the share capital of the Company or non resident Shareholders owning more than 10% of the share capital of the Company selling the whole or part of their Shares within 6 months of acquisition).

The above mentioned benefit of the 0.01% tax is available to Class I and Class B Shares on the basis of the Luxembourg legal, regulatory and tax provisions as these are known to the Company at the date of this Simplified Prospectus and at the time of admission of subsequent investors. However such assessment is, for the past and for the future, subject to such interpretations on the status of an institutional investor by any competent authorities as will exist from time to time. Any reclassification made by an authority as to the status of an investor may submit the entire Class I and Class B to a tax of 0.05%.

In accordance with the provisions of the European Union Savings Directive ("EUSD") that came into force on 1 July 2005, withholding tax will apply when a Luxembourg paying agent makes distributions from and redemptions of Shares in certain funds and where the beneficiary of these proceeds is an individual residing in another Member State. Unless the individual specifically requests to be brought within the EUSD exchange of information regime, such distributions and redemptions will be subject to withholding tax at the rate of 20% until 30 June 2011 and 35% thereafter.

United Kingdom

The Company

The Directors intend to conduct the affairs of the Company so that it does not become resident in the United Kingdom for taxation purposes. Accordingly, and provided that the Company does not carry on a trade in the UK (whether or not through a permanent establishment situated therein), the Company will not be subject to UK income tax or corporation tax other than on UK source income and will not be subject to UK capital gains tax.

Shareholders

The Funds fall within the offshore fund rules for the purposes of UK taxation. Each sub-class of Shares in the Company is treated as a separate offshore fund (an "Offshore Fund") for the purposes of this Prospectus. Save as provided below, if the Company obtains and maintains certification in respect of any Offshore Fund as a distributing fund throughout the period during which Shares in that Offshore Fund are held, Shareholders who are UK taxpayers (i.e. resident or ordinarily resident in the UK for tax purposes) will (unless regarded as trading in securities) have any gain realised upon disposal of Shares in the Offshore Fund treated as a capital gain which will be subject to UK capital gains tax or corporation tax on chargeable gains. If the Company does not obtain such certification, any such gain will comprise income subject to income tax or corporation tax on income rather than capital for the purposes of UK taxation. (In the case of individuals domiciled for UK tax purposes outside the UK to whom the remittance basis of taxation applies, any gain will in either case be subject to UK tax only to the extent that the gain is, or is deemed to be, remitted to the UK). The Company intends to conduct the affairs of its business so as to maintain certification of the Distribution Shares as a distributing fund for the purpose of the offshore funds legislation.

It should be noted in this respect that, for accounting periods ending prior to 22 July 2004 ("Pre 2004 Accounting Periods"), individual classes and sub-classes of Shares did not constitute separate offshore funds and the Company was not a distributing fund for the purposes of the offshore fund rules due to the existence of non-distributing Shares. The effect of this is Shares

held in the Company as at 31 December 2003 will retain non distributor status and will still be taxable under income rules on a disposal of an interest in an Offshore Fund, notwithstanding their status as Distribution Shares. In particular:

- (a) In respect of any sub-class of Distribution Shares in existence as at 1 January 2004, if such Distribution Shares would subsequently qualify as interests in a distributing Offshore Fund,
 - (i) a disposal of any Shares held at 1 January 2004 by the current Shareholders (or any predecessor in title to the current Shareholders in circumstances where the base cost of the current Shareholder derives from the base cost of the predecessor in title to the current Shareholder) will be subject to the offshore income gains rules;
 - (ii) Shareholders who are individuals and who acquired new Shares after 31 December 2003 (other than new Shares issued on a reorganisation) will not be tainted by the historic position of the Company and can dispose of such new Shares within the capital gains tax regime;
 - (iii) Shareholders who are companies within the charge to corporation tax who hold Shares as at 1 January 2004 and who subsequently acquire new Shares of the same class will be prejudiced by the Company's historic non distributor status and will fall within the offshore income gains regime on a disposal of such new Shares unless the Shareholder has, prior to the acquisition of the new Shares, completely divested itself of any Shares of the same class the capital gains base cost of which derives from pre January 2004 expenditure.
- (b) In respect of any sub-class of Distribution Shares not in existence as at 1 January 2004, this new Share sub-class will represent a new separate fund under the offshore funds rules and the Shares in this new sub-class should be separate assets for the offshore fund rules provided that the Shares are not issued under a reorganisation for UK capital gains purposes (i.e. Shares are not allotted to persons already holding Shares in the Company in respect of their shareholdings and in proportion to those shareholdings) and the capital gains base cost of the new Shares does not derive from the base cost of existing holdings held at 31 December 2003. Provided that the Shares represent such separate assets issued at a time when the Offshore Fund represented by the new Share class is a distributing fund, the historic status of the Company should not prejudice the tax treatment of shareholders in new classes of Distribution Shares.

Sections 41 and 42 of the Finance Act 2008 provide for the introduction of new rules that will materially amend the UK offshore funds legislation. The new rules will introduce a new reporting fund status regime to replace the current distributing fund status regime. Under the proposed new rules, UK resident holders of interests in reporting funds would be subject to UK income tax on the share of the reporting fund's income attributable to their holding in the fund, whether or not distributed, but any gains on disposal of their holding would be subject to capital gains tax or corporation tax on chargeable gains. It is expected that the Company will conduct the affairs of its business so that a shareholding in a Fund that currently qualify as a holding in a distributing fund will also qualify as a holding in a reporting fund when the new rules come into effect for the Funds.

According to their personal circumstances, Shareholders resident in the UK for tax purposes will be liable to income tax or corporation tax in respect of dividends or other income distributions of the Company, whether or not reinvested in further Shares.

Under the rules for the taxation of corporate and government debt contained in the Finance Act 1996, if any Fund has more than 60% by market value of its investments in debt securities, money placed at interest (other than cash awaiting investment), building society shares or in holdings in unit trusts, open-ended investment companies or other offshore funds with, broadly, more than 60% of their investments similarly invested, corporate investors will be taxed to income on all profits and gains arising from and fluctuations in the fair value of their interest, calculated at the end of each accounting period and at the date of disposal of their interest. The time at which the corporate investor holds the Shares does not have to be the same time as the Fund satisfies the 60% test provided that the test is satisfied at some time during the accounting period. It is expected that the Bond Funds will fall within the scope of these provisions.

Special rules may apply to certain classes of investor within the charge to UK corporation tax, such as authorised unit trusts, open-ended investment companies, investment trusts, life insurance companies and corporate investors deemed to be interested in at least 25% of the profits of the Company. Such investors may be subject to UK tax on undistributed profits under "controlled foreign company" rules.

Attention is also drawn to the provisions of section 13 Taxation of Chargeable Gains Act 1992. These provisions operate to apportion to Shareholders resident or ordinarily resident in the UK chargeable gains realised within the Company as if it would be a close company if it were UK resident. Gains so apportioned are taxed on such a Shareholder whose share of the apportioned gain alone or with connected persons is greater than 10%. (In the case of individuals domiciled for UK tax purposes outside the UK to whom the remittance basis of taxation applies, any gain will only be subject to UK tax to the extent that the assets disposed of in realising the gains were situated in the UK).

The attention of individuals ordinarily resident in the UK for taxation purposes is drawn to Chapter II of Part XIII of the Income Tax Act 2007. These provisions are aimed at preventing the avoidance of income tax by individuals through the transfer of assets resulting in income becoming payable to persons (including companies) resident or domiciled outside the UK and may render such individuals liable to income tax in respect of the undistributed income or profits of the Company on an annual basis, where the individual has not already been taxed on such income under a separate provision. A non-UK domiciled individual to whom the remittance basis of taxation applies will only be liable to income tax in respect of the undistributed profits or income of the Company if, had the profits/income been profits/income of the individual, they would have been treated as remitted to the UK. Further, the provisions will not apply to any investor if he can satisfy the UK's HM Revenue & Customs ("HMRC") that it would not be reasonable to draw the conclusion, from all the circumstances, that avoiding liability to UK taxation was the purpose or one of the purposes of his investment in the Company or other related transactions, or if he

can satisfy HMRC that all the relevant transactions were genuine commercial transactions carried out for the purposes of a trade or business and on arm's length terms and that it would not be reasonable to draw the conclusion, from all the circumstances, that any one or more of the relevant transactions was more than incidentally designed for the purpose of avoiding liability to taxation.

NAV Calculation and Publication of prices

The net asset value per Share of the Pan European Smaller Companies Fund is calculated in Luxembourg on every bank business day in Luxembourg (hereinafter referred to as a "Business Day") by the Administrator.

The issue and redemption price per Share of the Pan European Smaller Companies Fund are available on each Dealing Day at the registered office of the Company. The Board of Directors of the Company may, in its discretion, decide to issue indicative prices for the Fund in €, US\$, SGD and GBP (if these currencies are not the base currencies of the Fund). Please refer to the application form for details.

How to buy / sell / convert Shares

1. Subscriptions of Shares

The minimum initial subscription for Class A and Class X Shares is US\$2,500, €2,500, GBP1,500, Yen350,000 and SGD2,500 and for Class I Shares US\$1,000,000, €1,000,000, GBP600,000, Yen150,000,000 and SGD1,000,000 per Fund. Subsequent subscriptions should be for a minimum of US\$500, €500, GBP300, Yen75,000 and SGD500 for Class A and Class X Shares and US\$100,000, €100,000, GBP60,000, Yen15,000,000 and SGD100,000 for Class I Shares per Fund (or foreign currency equivalent). These minima may be waived for reasons such as facilitating investments in regular savings schemes. Shares will be issued to two or more decimal places.

Prior to placing their initial purchase of Shares, investors must open an account by completing an application form.

The application form and the relevant documents to support the application form should be sent by fax or by post to the Transfer Agent. The original documents should follow by post. Know your Customer (KYC) and Anti Money Laundering (AML) documents may be requested by the Transfer Agent on a case by case basis as part of AML procedures and checks imposed on the financial sector under Luxembourg law which are designed to prevent money laundering (the cleaning of money obtained from illegal activities and disguising its origins so that it appears to originate from a legitimate source).

Once the account is opened, applications for initial purchases of Shares may be sent by post or fax to the Registrar, Secretary and Transfer Agent in Luxembourg on any Business Day on the dealing form circulated with this Prospectus. Applications for subsequent purchases may also be made by telephone, or through any other communication medium allowed by the Company in the future, on any Business Day to the Registrar, Secretary and Transfer Agent between 9.00 a.m. and 6.00 p.m., by existing investors who have previously been issued with a Register Number by the Registrar, Secretary and Transfer Agent. The main dealing desk can be contacted by telephone in Luxembourg on number +352 2696 2050 or by fax on number +352 2696 9747.

Applications may also be made through the Authorised Distributors in the countries in which the Company is authorised to offer Shares to the public, although the application will only be effective, and the relevant settlement time limits commence, once the Registrar, Secretary and Transfer Agent itself has received the application.

Applications received by the Registrar, Secretary and Transfer Agent by the Instruction Deadline (being 1.00 p.m. Luxembourg time on any Business Day) will, if accepted, be dealt with at the price calculated on the same Business Day and applications received after the Instruction Deadline will, if accepted, be dealt with at the price calculated on the next Business Day.

Applicants should also note that the issue of the Shares subscribed for is conditional upon the Company's receipt of the due payment for such by the due settlement date and that, should payment for the Shares subscribed for not be received in cleared funds by the due settlement date, the Company reserves the right to cancel the subscription and rescind the allotment of the Shares applied for.

In the future the Company may allow applications to be made through any other communication medium.

Italian investors may subscribe to Shares of the Pan European Smaller Companies Fund by adhering to a share accumulation plan (PAC) which allows subscribers to spread out the investment over time by making a series of payments.

2. Redemptions and Conversions of Shares

Shareholders may switch all or part of their shareholdings from one or more of the Funds into the same Class of one or more of the other Funds on any Business Day. Switches will be carried out in accordance with the formula described in the full Prospectus and Shares will be issued and rounded to two or more decimal places. Switches into Class I Shares are not permitted, unless the investor switching into Class I is an institutional investor within the meaning of Article 129 of the law of 20 December 2002 as amended. Orders may be placed in the same manner as applications for subscription of Shares.

Switching instructions may also in certain circumstances be given through the Authorised Distributors in the countries in which the Company is authorised to offer Shares to the public, although the instructions will only be effective, and the relevant time limits commence, once the Registrar, Secretary and Transfer Agent itself has received all relevant details.

The applicable Dealing Day for a switch order will be determined in the same manner as for applications for subscription of Shares.

The minimum amount that may be switched is US\$2,500, €2,500, GBP1,500, Yen350,000 and SGD2,500 or 250 Shares, whichever value is the smaller, for Class A and Class X Shares and US\$1,000,000, €1,000,000, GBP600,000, Yen150,000,000 and SGD1,000,000 for Class I Shares. If an order relates to only a part of a Shareholder's holding in a Fund, the minimum amount of that

Shareholder's holding in that Fund following the switch must be US\$2,500, €2,500, GBP1,500, Yen350,000 and SGD2,500 for Class A and Class X Shares and US\$1,000,000, €1,000,000, GBP600,000, Yen150,000,000 and SGD1,000,000 for Class I Shares.

If, as a result of a partial switch of Shares, the value of the Shareholder's balance of Shares falls below the relevant minimum level for that Fund, the Company may require that these Shares be switched or redeemed.

Redemption orders may be sent to the Registrar, Secretary and Transfer Agent in Luxembourg by fax or in writing. Redemption orders may be made by telephone on any Business Day to the Registrar, Secretary and Transfer Agent between 9.00 a.m. and 6.00 p.m. Telephone orders should be confirmed in writing. In the future the Company may allow redemptions to be effected through any other communication medium. Only registered Shareholders may submit redemption orders directly to the Company. Investors whose Shares are held in the name of a nominee must submit a redemption order through that nominee since it is the nominee that is recognised by the Company as the record owner of the Shares.

Redemption instructions may also be given through the Authorised Distributors in the countries in which the Company is authorised to offer Shares to the public, although the instructions will only be effective, and the relevant time limits commence, once the Registrar, Secretary and Transfer Agent itself has received the instructions.

Redemption orders received by the Registrar, Secretary and Transfer Agent by the Instruction Deadline will, if accepted, be dealt with at the price calculated on the same Business Day. Redemption orders received by the Registrar, Secretary and Transfer Agent after the Instruction Deadline will, if accepted, be dealt with at the price calculated on the next Business Day. Settlement for redemptions will normally be made in accordance with the standing instructions held by the Registrar, Secretary and Transfer Agent within four Business Days of the Dealing Day, subject to receipt by the Registrar, Secretary and Transfer Agent of correct and duly executed renunciation documentation (together with the certificate to be cancelled if one has been issued).

Payment of the redemption proceeds will not be made until the AML procedures described under the "How to Buy" section of the prospectus have been satisfactorily completed.

Shareholders may redeem all or part of their holding, provided that, if the request would reduce a holding to a value of less than US\$2,500, €2,500, GBP1,500, Yen350,000 and SGD2,500 for Class A and Class X Shares or US\$1,000,000, €1,000,000, GBP600,000, Yen150,000,000 and SGD1,000,000 for Class I Shares in the case of any Fund such request will be treated as a request to redeem the entire Shareholding, unless the Company otherwise determines.

Fees and expenses

Fees charged to the investor:

Sales commission on Class A Shares	up to 5% ¹
Sales commission on Class I and Class X Shares	None
Trading fee on Class A and Class X Shares	up to 1% ²
Trading fee on Class I Shares	up to 1%
Switching fee on Class A and Class X Shares	up to 1% ³
Switching fee on Class I Shares	up to 1%
Shareholder servicing fee on Class A and Class X Shares	0.5% (p.a.) ⁴
Shareholder servicing fee on Class I Shares	None
Distribution fee on Class X Shares	0.6% (p.a.) ⁵

Operating expenses charged directly to the Fund and reflected in its net asset value:

Management fee on Class A and Class X Shares	1.2% (p.a.) ⁶
Management fee on Class I Shares	1% (p.a.) ⁷
Performance fee on Class A, Class I and Class X Shares	10% of the Relevant Amount ⁸
Custodian fees	Up to 0.10% (p.a.) ⁹
Registrar, Secretarial, Transfer Agency and Administrator fees and expenses	Up to 0.3% (p.a.) ¹⁰

¹ Calculated on the amount invested.

² Calculated on the gross amount being redeemed.

³ Calculated on the gross amount being switched.

⁴ Calculated on the net asset value of the Fund.

⁵ Calculated on the average daily net asset value of the Fund.

⁶ Calculated on the net asset value of the Fund.

⁷ The management fee of Class I Shares is equal to the TER (Total Expense Ratio) charged, excluding the performance fee.

⁸ The 'Relevant Amount' is equal to the amount by which the increase in total net asset value per Share during the relevant performance period exceeds the increase in the relevant benchmark over the same period (or the growth in value of the net assets per Share where the benchmark has declined). Each period from 1 July to 30 June shall be a performance period. For calculating the Relevant Amount, the relevant benchmark for the Pan European Smaller Companies Fund is the HSBC James Capel Smaller Companies Pan European Index. The performance fee is based on the net asset value per Share where the net asset value per Share includes all expenses charged to the Fund.

⁹ The Custodian's fees currently vary between 0.02% and 0.10%, calculated on the net asset value of the Fund depending on the market in which a particular Fund invests.

¹⁰ The actual fees paid will be disclosed in the semi annual and annual reports of the Company but it is estimated that, based on the Company's net assets as at 30 June, 2009, the fees payable to the Registrar, Secretary, Transfer Agent and Administrator each year will be approximately 0.21% calculated on the net asset value of the Fund.

Additional important information

Legal structure	The Pan European Smaller Companies Fund is a sub-fund of HENDERSON HORIZON FUND, a <i>société d'investissement à capital variable</i> set up under Luxembourg law of 20 December 2002 for an unlimited period.
Promoter	Henderson Global Investors Limited
Supervisory Authority	Commission de Surveillance du Secteur Financier, Luxembourg (www.cssf.lu).
Investment Advisor	Henderson Management S.A., 23 avenue de la Porte-Neuve, L-2085 Luxembourg, Grand Duchy of Luxembourg
Management Company	Henderson Fund Management (Luxembourg) S.A., 4a rue Henri Schnadt, L-2530 Gasperich, Luxembourg, Grand Duchy of Luxembourg
Investment Manager and Distributor	Henderson Global Investors Limited, 201 Bishopsgate, London EC2M 3AE, United Kingdom
Custodian	BNP Paribas Securities Services, Luxembourg Branch, 33 rue de Gasperich, L-5826 Hesperange, Grand Duchy of Luxembourg
Registrar, Secretary and Transfer Agent	BNP Paribas Securities Services, Luxembourg Branch, 33 rue de Gasperich, L-5826 Hesperange, Grand Duchy of Luxembourg
Administrator	BNP Paribas Securities Services, Luxembourg Branch, 33 rue de Gasperich, L-5826 Hesperange, Grand Duchy of Luxembourg
Auditor	KPMG Luxembourg, 31 Allée Scheffer, L-2520 Luxembourg, Grand Duchy of Luxembourg

For further information, please contact BNP Paribas Securities Services, Luxembourg Branch, 33 rue de Gasperich, L-5826 Hesperange, Grand Duchy of Luxembourg.

