



HHG PLC

Results of the Extraordinary General Meeting held on 21 February 2005

21 February 2005

In accordance with ASX Listing Rule 3.13.2 and UKLA Listing Rule 9.32, HHG reports that the resolutions contained in the Notice of Extraordinary General Meeting (dated 22 December 2004 and lodged with the ASX and the UKLA Document Viewing Facility on 23 December 2004) were each passed by the requisite majority of shareholders.

Resolutions 1, 4 and 6 were decided on a show of hands at the meeting.
Resolutions 2, 3 and 5 were decided on a poll.

No resolutions were amended or withdrawn other than Resolution 1, for which the words "and as further amended by a letter of amendment dated 10 February 2005 between the Company, Pearl Group Limited and Life Company Investor Group Limited" were inserted after the words "(described in the Circular)". The full text of each resolution, subject to the amendment to Resolution 1 stated above, is contained in the Notice of Extraordinary General Meeting.

Capitalised terms used below have the same meaning as in the Notice of Extraordinary General Meeting.

Resolution 1: The Sale of Life Services

It was resolved, as an ordinary resolution, to approve the Sale of Life Services.

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	1,320,684,254	5,320,255	3,763,320	216,558,538	1,542,563,047

Resolution 2: The change of name of the company to Henderson Group plc

It was resolved, as a special resolution, to change the name of the company to Henderson Group plc.

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	1,319,508,047	4,305,743	5,036,494	216,810,895	1,540,624,685
Total number of votes cast on the poll:	1,536,467,209	3,558,964	5,033,224	N/A	1,540,026,173

Resolution 3: The Return of Cash

It was resolved, as a special resolution, to approve the Return of Cash.

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	1,300,888,304	24,413,285	3,951,864	216,675,319	1,541,976,908
Total number of votes cast on the poll:	1,517,676,793	23,703,054	3,947,143	N/A	1,541,379,847

Resolution 4: The Consolidation

It was resolved, as an ordinary resolution, to approve the Consolidation.

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	1,311,622,432	7,828,991	5,807,685	217,680,095	1,537,131,518

Resolution 5: The Cancellation

It was resolved, as a special resolution, to approve the Cancellation.

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	1,301,024,665	17,007,072	6,715,338	217,797,871	1,535,829,608
Total number of votes cast on the poll:	1,518,936,196	16,293,352	6,713,616	N/A	1,535,229,548

Resolution 6: The Sub-division

It was resolved, as an ordinary resolution, to approve the Sub-division.

	For	Against	Abstain	Proxy's Discretion	Total (excluding Abstain)
Total number of proxy votes exercisable by all proxies validly appointed:	1,308,431,243	7,947,592	7,271,425	217,832,185	1,534,211,020

For further information

www.hhg.com or

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