

**HENDERSON HIGH INCOME TRUST PLC**  
**Annual General Meeting on Thursday 28<sup>th</sup> May 2011**

**Number of proxy votes lodged**

<b>Resolution</b>	<b>Description</b>	<b>FOR</b>	<b>AGAINST</b>	<b>DISCRETION</b>	<b>WITHHELD</b>	<b>TOTAL CAST (excluding votes withheld)</b>
<i>Ordinary</i>						
1	To receive the directors' report and the audited financial statements for the year ended 31 December 2010	22,749,165	129,858	243,620	146,117	23,122,643
2	To approve the directors' remuneration report for the year ended 31 December 2010	22,000,764	841,645	253,020	173,334	23,095,429
3	To re-elect Mr V Bazalgette as a director of the Company	22,790,336	208,484	264,557	5,385	23,263,377
4	To re-elect Mr A Bell as a director of the Company	22,687,643	225,430	264,557	91,131	23,177,630
5	To re-elect Miss J Walker as a director of the Company	22,649,233	270,847	255,128	93,554	23,175,208
6	To reappoint the auditor Grant Thornton UK LLP	22,730,743	270,421	256,160	11,438	23,257,324
7	To authorise the directors to determine the auditor's remuneration	22,656,692	238,776	250,523	122,770	23,145,991
8	To authorise the board to allot the relevant securities	22,441,670	335,653	250,523	240,915	23,027,846
<i>Special</i>						
9	To disapply pre-emption rights	21,649,030	505,799	244,550	869,383	22,399,379
10	To authorise the Company to make market purchases of its own ordinary shares	22,048,367	608,236	250,523	361,635	22,907,126
11	To authorise a general meeting, other than an annual general meeting, to be called on not less than 14 clear days' notice.	22,037,079	801,351	254,095	176,235	23,092,525

The number of ordinary shares of 5p each in issue as at 27 April 2011 (with voting rights, ie excluding treasury shares), the closing date for the receipt of proxies, was 89,210,744. Each vote represents one ordinary share of 5p each.