

**THE HENDERSON SMALLER COMPANIES INVESTMENT TRUST PLC**  
**Annual General Meeting on Friday 24 September 2010**

**Number of proxy votes lodged**

<b>Resolution</b>	<b>Description</b>	<b>Votes for</b>	<b>Votes against</b>	<b>Votes at proxies' discretion</b>	<b>Votes withheld</b>	<b>Total votes cast (excluding votes withheld)</b>
1	To receive the Report and Financial Statements for the year ended 31 May 2010	53,666,885	3,323	96,453	72,725	53,766,661
2	To receive and approve the Directors' Remuneration Report for the year ended 31 May 2010	53,372,026	141,703	132,673	192,984	53,646,402
3	To approve a final dividend of 3.60p per ordinary share	53,646,232	0	96,453	96,701	53,742,685
4	To elect Ms B Hollond as a director of the Company	53,355,742	77,849	99,353	306,441	53,532,944
5	To re-elect Mr J D Fishburn as a director of the Company	53,250,425	265,226	100,066	223,670	53,615,717
6	To re-appoint PricewaterhouseCoopers LLP as the auditors of the Company	53,337,528	260,391	98,853	142,613	53,696,772
7	To authorise the directors to determine the auditors' remuneration	53,555,407	44,986	100,383	138,609	53,700,776
<b>Other Business</b>						
8	That the Company continue as an investment trust	52,743,287	887,135	123,392	85,571	53,753,814
9	To authorise the Company to purchase its own preference stock units	53,580,392	45,839	123,392	89,762	53,749,623
10	To authorise the Company to make market purchases of its own ordinary share	52,692,610	42,516	123,392	980,867	52,858,518
11	To adopt new Articles of Association	53,454,161	12,633	214,278	158,315	53,681,072

The number of ordinary shares of 25p each in issue as at 22 September 2010, the closing date for the receipt of proxies, was 74,906,796. Each vote represents one ordinary share of 25p each.