

**Henderson Group plc**  
**3 March 2011**

Attached is a notification which was required to be announced under London Stock Exchange Listing Rules.



**TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES**

<b>1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:</b>	HENDERSON GROUP PLC (HGG)	
<b>2 Reason for the Notification</b> (please tick the appropriate box or boxes):		
An acquisition or disposal of voting rights		
An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached		
An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments		
An event changing the breakdown of voting rights		
Other (please specify): Subsidiaries in Suncorp Group Limited have ceased to be subsidiaries with a substantial shareholding.		X
<b>3. Full Name of Person(s) Subject to the Notification Obligation:</b>	Suncorp Group Limited and its subsidiaries	
<b>4. Full Name of Shareholder(s)</b> (if different from 3.):		
<b>5. Date of the Transaction and Date on which the Threshold is Crossed or Reached:</b>	01/03/2011	
<b>6. Date on which Issuer Notified:</b>	03/03/2011	
<b>7. Threshold(s) that is/are Crossed or Reached:</b>	New holding is less than 3%	

**8. Notified Details:**

**A: Voting Rights Attached to Shares**

Class/Type of Shares (if possible using the ISIN)	Situation Previous to the Triggering Transaction		Resulting Situation after the Triggering Transaction				
	Number of Shares	Number of Voting Rights	Number of Shares	Number of Voting Rights		% of Voting Rights	
			Direct	Direct	Indirect	Direct	Indirect
AU000000HGG2	37,811,932		7,146	7,146	0	0.000009%	0%

**B: Qualifying Financial Instruments**

Resulting Situation after the Triggering Transaction				
Type of Financial Instrument	Expiration Date	Exercise/ Conversion Period	Number of Voting Rights that may be acquired if the instrument is exercised/converted	% of Voting Rights
N/A	N/A	N/A	N/A	N/A

**C: Financial Instruments with similar economic effect to Qualifying Financial Instruments**

Resulting Situation after the Triggering Transaction						
Type of Financial Instrument	Exercise Price	Expiration Date	Exercise/ Conversion Period	Number of Voting Rights Instrument refers to	% of Voting Rights	
N/A	N/A	N/A	N/A	N/A	Nominal	Delta
					N/A	N/A

**Total (A+B+C)**

Number of Voting Rights	Percentage of Voting Rights
7,146	0.000009%

**9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:**

Suncorp Portfolio Services Limited  
The New Zealand Guardian Trust Company Ltd

**Proxy Voting:**

<b>10. Name of the Proxy Holder:</b>	Suncorp Group Limited and its subsidiaries
<b>11. Number of Voting Rights Proxy Holder will Cease to Hold:</b>	37,811,932
<b>12. Date on which Proxy Holder will Cease to Hold Voting Rights:</b>	01/03/2011

<b>13. Additional Information:</b>	
<b>14. Contact Name:</b>	Company Secretary - Mr Darren Solomon Level 18, Suncorp Centre, 36 Wickham Terrace, BRISBANE, QLD, AUSTRALIA, 4000
<b>15. Contact Telephone Number:</b>	(07) 3362 1222