Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	**JANUS HENDERSON GROUP PLC**
ABN	**67 133 992 766**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Glenn Schafer
Date of last notice	26 November 2020

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

+ See chapter 19 for defined terms.

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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Janus Henderson Group plc Third Amended and Restated 2010 Deferred Incentive Plan
Nature of interest	Restricted Stock Units (RSUs) deferred until separation of service.
Name of registered holder (if issued securities)	Undistributed RSUs are held directly by Glenn Schafer. Upon separation of service, the shares are moved to a brokerage account at Fidelity Investments and held beneficially for Glenn Schafer.
Date of change	3 March 2021
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	8,026 fully paid ordinary shares distributed upon separation of service.
Interest acquired	212 fully paid ordinary shares.
Interest disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Dividends paid on RSUs were reinvested by granting additional RSUs, calculated at the fair market value on 3 March 2021, at an average price of US$ 29.48 per share.
Interest after change	8,238 fully paid ordinary shares.

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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