



Register of ASTC Settlement Rule Waivers

1 to 15 August 2009

The purpose of this register is to record when ASX has exercised its discretion and granted a waiver from the ASTC Settlement rules. Waivers are published bi-monthly and include information such as:

- Organisation**
- Rule Number**
- Decision Details**
- Basis for Decision**

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Rule Number	13.9.4
Date	3/08/2009
ASX Code	HGG
Listed Company	HENDERSON GROUP PLC.
Waiver Number	WLC090358-001
Decision	<p>Henderson Group plc (the "Company") be granted a waiver of ASTC Settlement Rules 13.9.4 and 13.9.9 on the following conditions:</p> <ol style="list-style-type: none"> 1. The waiver only applies for the period from and including 31 August 2009 up to and including 4 September 2009 (the "Relevant Period"); 2. The Company issues a market release informing investors that no conversions (transmutations) will be processed during the Relevant Period.
Basis For Decision	<p>Underlying Policy ASTC Settlement Rule 13.9.4 requires an Issuer that receives a Valid Message under Rule 13.9.3(b) to generate a Trustee Transfer Form in accordance with the Procedures and register that Transfer in the Principal Register, within the Scheduled Time. The Scheduled Time contained in Appendix 1 is within 12 business hours of ASTC transmitting the Message.</p> <p>Present Application Henderson Group plc's (the "Company") ordinary shares are listed on the London Stock Exchange ("LSE"). Over 45% of the ordinary shares on issue are held by CHESSE Depository Nominees Pty Limited and are quoted on ASX Limited ("ASX") as CHESSE Depository Interests ("CDIs"). CDI holders are able to convert CDIs into ordinary shares and shareholders are able to convert their ordinary shares into CDIs by submitting a conversion request (via broker if relevant) to the Company's share registry. The Company has set the Record Date and Payment Date for its dividend in respect of the half year ended 30 June 2009. The planned Record Date (4 September 2009) and Payment Date (25 September 2009) are common to both the Australian and Jersey share registers. The different settlement and transfer procedures operating in the two securities markets and the respective timing and application of the "cum"/"ex" periods prior to the Record Date mean that there is potential, with respect to the operation of conversion between the two securities registers, for inequalities to exist as to the standing, "cum" or "ex", of the respective securityholders. In order to prevent such a circumstance from arising and to keep both registers and the respective securityholders on an equal footing, the Company proposes to defer processing of conversions between the registers lodged in the period from (and including) Monday, 31 August 2009 up to and including Friday, 4 September 2009. Requests received during this period would be treated as requests received on Monday, 7 September 2009. The term "ex" applies to market trades but does not apply to inter-market movements by conversions. Thus, a conversion processed during the period from 31 August 2009, of which the underlying shares are recorded for the Australian dividend, may be recorded on the</p>

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Jersey register prior to the record date of 4 September 2009 and gain an entitlement to the Jersey dividend (in addition to the Australian dividend).

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Rule Number	13.9.9
Date	3/08/2009
ASX Code	HGG
Listed Company	HENDERSON GROUP PLC.
Waiver Number	WLC090358-002
Decision	<p>Henderson Group plc (the "Company") be granted a waiver of ASTC Settlement Rules 13.9.4 and 13.9.9 on the following conditions:</p> <ol style="list-style-type: none"> 1. The waiver only applies for the period from and including 31 August 2009 up to and including 4 September 2009 (the "Relevant Period"); 2. The Company issues a market release informing investors that no conversions (transmutations) will be processed during the Relevant Period.
Basis For Decision	<p>Underlying Policy ASTC Settlement Rule 13.9.9 requires an Issuer that receives a Valid Message under Rule 13.9.8 and properly completed transfer documentation to transmit a Message to ASTC to transfer the Financial Products, enter the Transfer in the Principal Register and in certain circumstances verify the Registration Details, within the Scheduled Time. The Scheduled Time contained in Appendix 1 is within 12 business hours of ASTC queuing the Transfer or of the Issuer receiving the documentation, whichever is the later.</p> <p>Present Application Henderson Group plc's (the "Company") ordinary shares are listed on the London Stock Exchange ("LSE"). Over 45% of the ordinary shares on issue are held by CHESS Depository Nominees Pty Limited and are quoted on ASX Limited ("ASX") as CHESS Depository Interests ("CDIs"). CDI holders are able to convert CDIs into ordinary shares and shareholders are able to convert their ordinary shares into CDIs by submitting a conversion request (via broker if relevant) to the Company's share registry. The Company has set the Record Date and Payment Date for its dividend in respect of the half year ended 30 June 2009. The planned Record Date (4 September 2009) and Payment Date (25 September 2009) are common to both the Australian and Jersey share registers. The different settlement and transfer procedures operating in the two securities markets and the respective timing and application of the "cum"/"ex" periods prior to the Record Date mean that there is potential, with respect to the operation of conversion between the two securities registers, for inequalities to exist as to the standing, "cum" or "ex", of the respective securityholders. In order to prevent such a circumstance from arising and to keep both registers and the respective securityholders on an equal footing, the Company proposes to defer processing of conversions between the registers lodged in the period from (and including) Monday, 31 August 2009 up to and including Friday, 4 September 2009. Requests received during this period would be treated as requests received on Monday, 7 September 2009. The term "ex" applies to market trades but does not apply to inter-market movements by conversions. Thus, a conversion processed during</p>

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the period from 31 August 2009, of which the underlying shares are recorded for the Australian dividend, may be recorded on the Jersey register prior to the record date of 4 September 2009 and gain an entitlement to the Jersey dividend (in addition to the Australian dividend).

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