

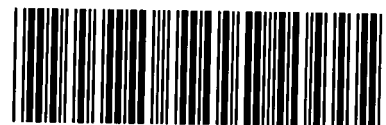
HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2017

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HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

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HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

COMPANY INFORMATION

DIRECTOR	R W Chaudhuri
COMPANY SECRETARY	Henderson Secretarial Services Limited
COMPANY NUMBER	06831243
REGISTERED OFFICE	201 Bishopsgate London EC2M 3AE

HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The Director presents the Director's Report and the financial statements of Henderson Nominees Limited ("the Company") for the year ended 31 December 2017.

The Director has prepared the report in accordance with the small companies regime and taken advantage of the small companies' exemption (Companies Act 2006 (section 414B)) in not preparing a Strategic Report. The Company would have otherwise qualified as a small company was it not a member of an ineligible group.

PRINCIPAL ACTIVITIES

The Company is dormant, receives no revenue and has not incurred any expenditure during the period. No material change is anticipated in the Company's activities; accordingly a Statement of Comprehensive Income has not been prepared.

BUSINESS REVIEW

The Company is a wholly owned subsidiary of Janus Henderson Group plc ("JHG plc" or "the Group"). The Group is run on an integrated basis through business units, not by the legal construct of its subsidiaries. Therefore the Company's strategy and business model is governed by that of the Group which is set out in detail in the Annual Report and Accounts of the Group which can be obtained from its registered office as set out in note 8. The Group provides investment management services throughout Europe, the Americas and Asia. The Group manages a broad range of actively managed investment products for institutional and retail investors, across multiple asset classes, including equities, fixed income, multi-asset and alternatives.

On 30 May 2017, Henderson Group plc completed a merger with Janus Capital Group, Inc and was renamed Janus Henderson Group plc. This merger did not impact the principal activities or the financial statements of the Company for the year ended 31 December 2017.

DIRECTORS

The Directors who served during the year and up to the date of signing the financial statements were:

A J Formica	(resigned 31 July 2018)
M R Skinner	(resigned 29 June 2017)
R W Chaudhuri	(appointed 2 August 2017)

DIRECTORS' INDEMNITY

Janus Henderson Group plc provides a deed of indemnity to the Directors to the extent permitted by United Kingdom law whereby Janus Henderson Group plc is able to indemnify a director against any liability incurred in proceedings in which the director is successful, and against the cost of successfully applying to the court to be excused for breach of duty where the director acted honestly and reasonably. The indemnity has been in force for the year to 31 December 2017 and up to the date of approval of the report and financial statements.

GOING CONCERN

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis for the preparation of the annual financial statements.

EVENTS AFTER THE END OF THE REPORTING YEAR

There have been no significant events affecting the Company since the year end.

HENDERSON NOMINEES LIMITED

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PRINCIPAL RISKS

The Group's risk management framework ensures it meets its business objectives within acceptable risk parameters and it is reviewed regularly to early identify new and emerging risks. The Group's culture embeds the management of risk at all levels within the organisation. Please refer to the Group Annual Report and Accounts, as set out in note 8, for the major risks affecting the Group.

This report was approved by the Board of Directors on 21 September 2018 and signed on its behalf by:

A handwritten signature in black ink, appearing to be 'A. Hall', written over a horizontal line.

Henderson Secretarial Services Limited
Secretary

HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

**Statement of Financial Position
AS AT 31 DECEMBER 2017**

	Notes	2017	2016
		£	£
CURRENT ASSETS			
Debtors	4	1	1
NET ASSETS		1	1
CAPITAL AND RESERVES			
Ordinary share capital	5	1	1
TOTAL EQUITY		1	1

The accompanying notes form part of these financial statements.

The Directors:

- a) confirm that the Company is eligible to take advantage of the audit exemption pursuant to section 480 of the Companies Act 2006;
- b) confirm that the members have not required the Company to obtain an audit of its accounts for the year ended 31 December 2017 in accordance with section 476 of the Companies Act 2006; and
- c) acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The financial statements were approved and authorised for issue by the Board of Directors on 21 September 2018 and signed on its behalf by:



R W Chaudhuri
Director

The notes on pages 5 to 6 form part of these financial statements.

HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102"). The financial statements have been prepared on a going concern basis. Accounting policies have been applied consistently to all the years presented, unless otherwise stated.

2. STATEMENT OF COMPREHENSIVE INCOME AND STATEMENT OF CHANGES IN EQUITY

The Company had no recognised gains or losses or movements in equity during the year. A Statement of Comprehensive Income and a Statement of Changes in Equity have therefore not been prepared.

3. DIRECTORS' REMUNERATION

The Directors of the Company were employed and remunerated as directors and executives of the Group in respect of their services to the Group as a whole. The Directors believe that it is not practicable to apportion part of their remuneration to their services as Directors of the Company.

A J Formica was also a Director of Janus Henderson Group plc during the year and particulars of his remuneration for the period that he was a Director are set out in the Group's Annual Report and Accounts as described in note 8. The directors are all paid by Henderson Administration Limited and further details of remuneration paid to the directors are set out in the financial statements of that entity.

4. DEBTORS

	2017 £	2016 £
Amounts owed by Group undertakings	<u>1</u>	<u>1</u>

5. SHARE CAPITAL

	2017 £	2016 £
Authorised:		
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid:		
1 Ordinary share of £1 each	<u>1</u>	<u>1</u>

HENDERSON NOMINEES LIMITED

REGISTERED NUMBER: 06831243

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

6. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption provided by paragraph 33.1A of FRS 102 and will not disclose transactions entered into between wholly owned members of the same group as a related party transaction.

7. CASH FLOW STATEMENT

The Company has taken advantage of the exemption from the requirement to prepare a cash flow statement provided by paragraph 1.12 of FRS 102 on the basis that it is a qualifying entity, being a member of a group where the parent of that group prepares publically available consolidated financial statements which include the Company.

8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent undertaking is Henderson Administration Limited, a company incorporated in the United Kingdom, and the ultimate parent undertaking is Janus Henderson Group plc, a company incorporated in Jersey, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. A copy of the Group's Annual Report and Accounts for the year ended 31 December 2017 can be obtained from its registered office at 47 Esplanade, St Helier, Jersey, JE1 0BD or its website www.janushenderson.com.

9. EVENTS AFTER THE END OF THE REPORTING PERIOD

The Board of Directors has not received, as at 21 September 2018, being the date the financial statements were approved, any information concerning significant conditions in existence at the balance sheet date, which has not been reflected in the financial statements as presented.