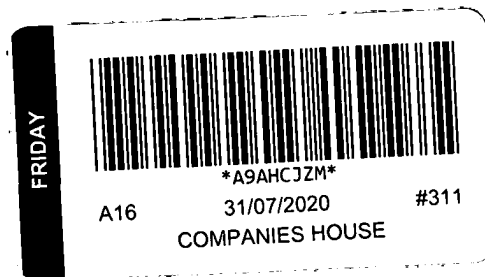


# HENDERSON SECRETARIAL SERVICES LIMITED

REGISTERED NUMBER: 01471624

## REPORT AND FINANCIAL STATEMENTS

For the year ended 31 December 2019



**HENDERSON SECRETARIAL SERVICES LIMITED**

**REGISTERED NUMBER: 01471624**

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**COMPANY INFORMATION**

**DIRECTORS**

D Botchway  
R W Chaudhuri  
G Cross  
M Vassall

**COMPANY NUMBER**

01471624

**REGISTERED OFFICE**

201 Bishopsgate, London, EC2M 3AE

## HENDERSON SECRETARIAL SERVICES LIMITED

REGISTERED NUMBER: 01471624

### DIRECTORS' REPORT For the year ended 31 December 2019

The Directors have taken advantage of the small companies' exemption in accordance with Section 414B of the Companies Act 2006 in not preparing a Strategic Report.

The Directors present their report and the financial statements of Henderson Secretarial Services Limited ("the Company"), for the year ended 31 December 2019.

#### PRINCIPAL ACTIVITIES

The principal activity of the Company is the provision of company secretarial services to certain clients and to the majority of Janus Henderson Group plc's subsidiary undertakings. The Company is dormant and receives no revenue for this activity and no expenditure has been incurred. 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 of the Group which can be obtained from its registered office as set out in note 9. The Group provides investment management services to clients throughout EMEA, North America, Latin America and Asia Pacific. The Group manages a broad range of actively managed investment products for institutional and retail investors, across multiple asset classes, including but not limited to equities, fixed income, multi asset and alternatives.

#### DIVIDENDS

The Directors do not propose the payment of a dividend (2018: £nil).

#### DIRECTORS

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

D Botchway	(appointed 8 January 2019)
G Cross	(appointed 1 April 2019)
M Vassall	(appointed 18 December 2019)
R W Chaudhuri	
G E A Vaughan	(resigned 17 January 2019)
M S Ameresekere	(resigned 22 March 2019)

#### 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 2019 and up to the date of approval of the report and financial statements.

## HENDERSON SECRETARIAL SERVICES LIMITED

REGISTERED NUMBER: 01471624

### GOING CONCERN

As at 31 December 2019, the Company has net assets of £27,800 (2018: £27,800).

The Company has adequate resources to continue in operational existence for the foreseeable future, which is a period of not less than twelve months following the signing of these financial statements. Thus, the Directors continue to adopt the going concern basis for the preparation of the annual financial statements.

### EVENTS AFTER THE END OF THE REPORTING YEAR

In March 2020, the World Health Organization declared COVID-19 to be a pandemic. COVID-19 is expected to have an adverse effect on the Company's business and financial results. However, the situation is fluid and continues to evolve. As a result of this uncertainty, it is difficult to predict the extent to which COVID-19 will impact the Company's business and financial results.

Given that the most significant effects of COVID-19 and the measures taken by governments to restrict its spread occurred after the balance sheet date, COVID-19 is considered to be a non-adjusting post balance sheet event and, therefore, the measurement of assets and liabilities in the accounts have not been adjusted for its potential impact.

The extent of the impact of COVID-19 on the Company depends on future developments, including the duration of the pandemic, and the volatility and market value of the global financial markets, all of which are highly uncertain. While it is too early to estimate its financial effect, the impact of COVID-19 is expected to adversely affect the Company's financial results.

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

### PRINCIPAL RISKS

The Group's risk management framework ensures it meets its business objectives within acceptable risk parameters and it is reviewed regularly so that new and emerging risks are identified early on. The Group's culture embeds the management of risk at all levels within the organisation. Please refer to the Group Annual Report, as set out in note 9, for the major risks affecting the Group.

This report was approved by the Board of Directors on 16 June 2020 and signed on its behalf by:



**R W Chaudhuri**  
Director

**HENDERSON SECRETARIAL SERVICES LIMITED****REGISTERED NUMBER: 01471624****Statement of Financial Position  
As at 31 December 2019**

	Notes	2019 £	2018 £
<b>Current assets</b>			
Debtors	4	28,529	28,529
Creditors: Amounts falling due within one year	5	(729)	(729)
<b>Net current assets</b>		<u>27,800</u>	<u>27,800</u>
<b>Capital and reserves</b>			
Called up share capital	6	2	2
Capital reserve		50,000	50,000
Profit and loss reserve		(22,202)	(22,202)
<b>Total equity</b>		<u>27,800</u>	<u>27,800</u>

The accompanying notes form part of these Financial Statements.

The Directors:

- confirm that the Company is eligible to take advantage of the audit exemption pursuant to section 480 of the Companies Act 2006;
- confirm that the members have not required the Company to obtain an audit of its accounts for the year ended 31 December 2019 in accordance with section 476 of the Companies Act 2006; and
- 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 16 June 2020 and signed on its behalf by:



**R W Chaudhuri**  
Director

**HENDERSON SECRETARIAL SERVICES LIMITED****REGISTERED NUMBER: 01471624****NOTES TO THE FINANCIAL STATEMENTS  
For the year ended 31 December 2019****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 consistently applied 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 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 the services as Directors of the Company.

**4. DEBTORS**

	2019 £	2018 £
Amounts due from Group undertakings	28,529	28,529
	<u>28,529</u>	<u>28,529</u>

**5. CREDITORS**

	2019 £	2018 £
Amounts due to Group undertakings	729	729
	<u>729</u>	<u>729</u>

**6. SHARE CAPITAL**

	£	£
<b>Authorised:</b>		
100 ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>
<b>Allotted, called up and fully paid:</b>		
2 ordinary shares of £1 each	2	2
	<u>2</u>	<u>2</u>

**HENDERSON SECRETARIAL SERVICES LIMITED**

**REGISTERED NUMBER: 01471624**

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 December 2019**

**7. 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.

**8. 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.

**9. 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 largest and smallest group to consolidate these financial statements. A copy of the Group's Annual Report and Accounts for the year ended 31 December 2019 can be obtained from its registered office at 47 Esplanade, St Helier, Jersey, JE1 0BD or its website [www.janushenderson.com](http://www.janushenderson.com).

**11. EVENTS AFTER THE END OF THE REPORTING PERIOD**

The Board of Directors has not received, as at 16 June 2020, 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.