

29 December 2022

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE YOU SHOULD SEEK ADVICE FROM YOUR INVESTMENT CONSULTANT OR OTHER PROFESSIONAL INDEPENDENT ADVISER.

**JANUS HENDERSON FUND (the “Company”)
Société d'Investissement à Capital Variable (SICAV)
LUXEMBOURG
RCS B 77949**

**NOTICE TO SHAREHOLDERS
 (“Notice”)**

Dear Shareholder,

We are writing you to inform you of certain changes to the Company.

Unless otherwise specified below, these changes will be reflected in the amended Prospectus of the Company to be dated 29 December 2022 (the “**Effective Date**” and the “**Prospectus**”).

1. EU Sustainable Finance Disclosure Regulation – further regulatory disclosure requirements for all article 8 and 9 SFDR Funds

In March 2021, the Regulation (EU) 2019/2088 of 27 November 2019 on sustainability-related disclosures in the financial services sector (“**SFDR**”) came into force, which stipulated that the Prospectus of the Company must include prescript and standardised sustainability-related disclosures in order to provide further information for investors on how sustainability risks are considered in the investment decisions, and the likely impact on investment returns.

The Company first introduced these disclosures into its Prospectus in 2021, however the SFDR disclosure requirements have evolved over time as the European Union (“**EU**”) continues to issue further guidance on their expectations in relation thereto.

In addition to SFDR, investors should note that there are also further disclosure requirements concerning the Regulation (EU) 2020/852 of 18 June 2020 on the establishment of a framework to facilitate sustainable investments amending Regulation (EU) 2019/2088 (the “**Taxonomy Regulation**”), which sets out an EU-wide framework (a classification system known as “taxonomy”) according to which investors and businesses can assess whether certain economic activities are sustainable from an environmental / climate perspective. The first set of disclosure requirements relating to the Taxonomy Regulation came into effect on 1 January 2022.

In response to the evolving SFDR and Taxonomy Regulation level 1 and level 2 disclosure requirements, we are now updating the existing disclosures in the Prospectus pursuant to the Commission Delegated Regulation (EU) 2022/1288 of 6 April 2022 (Regulatory Technical Standards (RTS) under the SFDR, the “**SFDR RTS**”).

In light of the above, the Prospectus of the Company will be amended to further:

- remove the relevant parts under the Appendix 3 (“Sustainability Approach” of the Prospectus) which will be further described in the relevant SFDR RTS annexes;
- include under the Appendix 3 (“Sustainability Approach” of the Prospectus) the relevant annexes in compliance with the relevant templates pursuant to the SFDR RTS for each article 8 SFDR fund of the Company by replacing the existing text under the same Appendix;

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- move the section previously named “*All Other Funds, within the meaning of Article 6 of SFDR*” (describing, inter alia, the manner in which sustainability risks are integrated into the investment decisions of the Investment Manager, the likely impacts of sustainability risks on the returns of the Fund) to Appendix 4 “*Risk Factors*”.

2. Appointment of Sub-Investment Manager

As a firm, Janus Henderson seeks to enhance investment performance, streamline our business and facilitate closer collaboration across our global investment teams for the benefit of our clients. As a result of a review of internal resources, with effect from the Effective Date, the Investment Manager may sub-delegate discretionary investment management functions of Global Equity Fund (the “**Fund**”) to Janus Henderson Investors US LLC (“**JHIUS**”) as a Sub-Investment Manager of the Fund.

JHIUS is a U.S based investment management subsidiary of Janus Henderson Group and is registered as an investment adviser with the US Securities and Exchange Commission, with more than fifty years of experience in the business of financial services.

JHIUS already acts as Sub-Investment Manager of two other funds of the Company, namely Emerging Markets Fund and Global Multi-Strategy Fund.

The Company confirms that in respect of this change:

- the Fund will continue to be managed in a manner which is in accordance with its stated investment objective and policy and the overall risk profile of the Fund will remain the same;
- there will be no change in the fees or costs in managing the Fund; and
- there will not be any matters/impacts arising from this change which may materially prejudice existing investors’ rights or interests.

3. Other Merely Editorial Changes

The Prospectus will also be updated to reflect other general miscellaneous, administrative and merely editorial and/or clarificatory updates.

Investors may obtain the Prospectus, the KIID, the Articles, as well as the annual and semi-annual reports of the Company, free of charge from the registered office and at www.janushenderson.com

Need more information? How to contact us

If you have any questions, please contact the Registrar and Transfer Agent, using the details provided in Appendix A.

For local agents and representatives for Singaporean, Swiss, German or Belgian investors please see details in Appendix A.

Please note that subsidiaries and/or delegated third parties of the Janus Henderson Group that you communicate with about your investment may record telephone calls and other communications for training, quality, and monitoring purposes and to meet regulatory record keeping obligations in accordance with the Privacy Policy.

Yours faithfully,



Kevin Adams

Chairman of the Janus Henderson Fund Board

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Appendix A

Agents and Local Representatives of the Company

<p>Registrar and Transfer Agent</p> <p>International Financial Data Services (Luxembourg) S.A. Bishops Square Redmond's Hill Dublin 2 Ireland Telephone number: +353 1 242 5453 Fax number: +353 1 562 5537</p> <p><i>The Prospectus, the Key Investor Information Documents ("KIID"), the Articles, as well as the annual and semi-annual reports of the Company, free of charge from the registered office and at www.janushenderson.com.</i></p>	<p>Singapore investors</p> <p>Singapore representative Janus Henderson Investors (Singapore) Limited Level 34 - Unit 03-04 138 Market Street CapitaGreen Singapore 048946</p> <p><i>The Prospectus, the Product Highlights Sheet ("PHS"), the Articles, as well as the annual and semi-annual reports of the Company, may be obtained free of charge from the Singapore representative.</i></p>
<p>Swiss investors</p> <p>Representative and Paying Agent BNP PARIBAS Paris Zurich branch, Selnaustrasse 16 8002 Zurich</p> <p><i>The Extract Prospectus, the Swiss key investor information documents, the Company's Articles as well as the annual and semi-annual reports may be obtained free of charge from the Swiss representative and paying agent.</i></p>	<p>German investors</p> <p>Facilities Service Provider Janus Henderson Investors Europe S.A. 2 Rue de Bitbourg L-123 Luxembourg</p> <p><i>The relevant Prospectus and KIIDs, the Certificate of Incorporation and Memorandum and Articles of Association and the annual and semi-annual reports are available there free of charge in paper form.</i></p>
<p>Belgian investors</p> <p>Facilities Agent Janus Henderson Investors Europe S.A. 2 Rue de Bitbourg L-1273 Luxembourg</p> <p><i>The KIID (in English and French), the Prospectus, the Articles of association and the annual audited accounts and report (in English) of the Company can be obtained free of charge at the registered seat of the Company, and the intermediary in charge of the facilities agent.</i></p>	

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