

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. IN ACCORDANCE WITH THE CURRENT POLICY OF THE CENTRAL BANK, THIS DOCUMENT HAS NOT BEEN REVIEWED BY THE CENTRAL BANK.

**JANUS HENDERSON CAPITAL FUNDS plc
(the “Company”)**

Registration No. 296610.
10 Earlsfort Terrace
Dublin 2
Ireland

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

25 August 2023

Dear Shareholder,

Fund Closure - Janus Henderson US Research Fund (the “Fund”)

We are writing to inform you that we intend to close the Fund on 28 September 2023 (the “**Effective Date**”) in accordance with Article 11(b) of the Articles of Association of the Company and as set out in the Prospectus. The reason for this decision is set out below. As you own Share(s) in the Fund, it is important that you read this Notice and understand the implications of the closure and the options available to you.

*The terms used but not otherwise defined in this Notice shall have the same meanings as those defined in the latest prospectus for the Company and/or supplements for the sub-funds (the “**Prospectus**”).*

1. Why have we decided to close the Fund?

Janus Henderson Investors Europe S.A., as the manager to the Company (the “**Manager**”), continuously monitors and performs assessments of the Company’s sub-funds to ensure they continue to meet client expectations and needs. After careful consideration, the Manager has concluded that the Fund is too small at its current size to be managed cost effectively and is unlikely to grow in the near future. The Fund’s assets under management as at 31 May 2023 are \$7.49m. Accordingly, based upon the recommendation of the Manager, the Directors of the Company have determined that it is in the best interests of Shareholders to proceed with an orderly closure of the Fund.

2. Important Note

From the date of this Notice, subscriptions and transfers or switches into the Fund will no longer be permitted. The Fund’s Sub-Investment Adviser may begin the disposal of the Fund’s assets prior to the Effective Date so as to effect an orderly sale of assets and return of capital.

3. Your options

You have three options available to you. If you select option 1 or 2, an instruction must be received no later than the Trade Cut-Off Time of the last Dealing Day before the Effective Date. If option 3 is chosen, you do not need to take any action.

Janus Henderson Capital Funds PLC

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Option 1: Switch your Shares

You may switch your Share(s) in the Fund into shares of any other sub-fund(s) of the Company free of charge on any date from the date of this Notice until the last Dealing Day before the Effective Date in accordance with the provisions of the Prospectus, provided that such an investment is permitted, including in your country. The shares in the sub-fund(s) you specify will be purchased at the Net Asset Value applicable to the share(s) in accordance with the provisions of the Prospectus. Before you switch into a new sub-fund, it is important that you read the Key Information Document (“KID”) of the new sub-fund, which is available as described in Appendix A.

Option 2: Redeem your Shares

You may redeem your Share(s) in the Fund free of charge from the date of this Notice until the last Dealing Day before the Effective Date in accordance with the redemption procedures set out in the Prospectus applicable to the Fund.

Option 3: Take no action

If you take no action, the Fund’s portfolio will be liquidated and the value of your Share(s) in the Fund at the final Valuation Point on the Effective Date will be returned to you using the settlement details we hold on record.

The compulsory redemption of Shares and closure of the Fund will be conducted in accordance with the terms of the Prospectus and the Articles of Association and Irish law.

We may require documentation to verify or update your identity if we do not already hold it. We may delay payment until we receive such verification. We will normally make payment in accordance with the standing instructions we hold on record. If you have changed your bank account and not informed us, please confirm your up-to-date details in writing to the Transfer Agent at the address provided in Appendix A.

4. Costs

Costs relating to the liquidation of the Fund (including legal and mailing costs) will be borne by Janus Henderson Investors. The market-related transaction costs associated with the disposal of the Fund’s investments will be borne by the Fund.

5. Tax Consequences

A switch or redemption of your Share(s) may affect your tax position. You should therefore seek guidance from a professional adviser on any taxes that apply in the country of your respective citizenship, domicile or residence.

6. General Information

From the date of this Notice up to and including the Effective Date, we will seek to continue to manage the Fund in accordance with its investment objective and policy and in accordance with the UCITS rules as they apply in Ireland. However, in seeking to close the Fund in Shareholders’ best interests the Fund may not always be compliant with its investment objective and policy or with the UCITS rules during this (notably in the days immediately preceding the Effective Date) as it may be necessary to begin selling down assets.

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

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Need more information? How to contact us

If you have any questions, please contact the 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.

Yours faithfully,



Director

For and on behalf of Janus Henderson Capital Funds plc

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Directors: Mr. Carl O'Sullivan; Mr. Peter Sandys; Mr Ian Dyble (UK); Ms. Jane Challice (UK), Mr. Matteo Candolini (Italy).
An umbrella fund with segregated liability between sub-funds. Registered No. 296610; Registered Address: as above.

Appendix A

Agents and Local Representatives of the Company

<p style="text-align: center;"><u>Transfer Agent</u></p> <p style="text-align: center;">International Financial Data Services (Ireland) Limited Bishops Square Redmond's Hill Dublin 2 Ireland Telephone number: +353 1 242 5453 Fax number: +353 1 562 5537</p>	<p style="text-align: center;">Singapore investors</p> <p style="text-align: center;">Singapore representative</p> <p style="text-align: center;">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 style="text-align: center;">Swiss investors</p> <p style="text-align: center;">Swiss representative FIRST INDEPENDENT FUND SERVICES LTD., Klausstrasse 33, 8008 Zurich</p> <p><i>The Paying Agent in Switzerland is Banque Cantonale de Genève, 17, quai de l'Île, 1204 Geneva, Switzerland. The Extract Prospectus for Switzerland, the key 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.</i></p>	<p style="text-align: center;">German investors</p> <p style="text-align: center;">Janus Henderson Investors Europe S.A. ("JHIESA") 2 rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg</p> <p><i>JHIESA is the facilities service provider according to Sec. 306a (1) German Investment Code (KAGB) and the relevant Prospectus and key information documents for packaged retail and insurance-based investment products (PRIIPs-KIDs), 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 style="text-align: center;">Belgian investors</p> <p style="text-align: center;">Janus Henderson Investors Europe S.A. ("JHIESA") 2 rue de Bitbourg L-1273 Luxembourg Grand Duchy of Luxembourg</p> <p><i>The PRIIPS KIDs (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 facilities agent.</i></p>	<p style="text-align: center;">For all other investors</p> <p>Should you have any questions relating to these matters or copies of documents, you should either contact us at the above address or alternatively you should contact your investment consultant, tax adviser and/or legal adviser as appropriate.</p> <p>If you are in any doubt about the action to be taken, please seek advice from your stockbroker, bank manager, solicitor, accountant, relationship manager or other professional adviser.</p> <p>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.</p>

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