

(中譯文)

2023年08月25日

此係重要文件，請盡速閱讀。如果台端對應採取之行動有疑問，請洽詢台端的投資顧問或其他獨立顧問。依據中央銀行（下稱「央行」）現行政策，本文件內容未經央行審核。

駿利亨德森資產管理基金  
(下稱「本公司」)

註冊號碼296610

10 Earlsfort Terrace

Dublin 2

Ireland

股東通知書  
(下稱「本通知書」)

致各股東：

基金關閉－駿利亨德森資產管理基金 - 駿利亨德森美國研究基金(Janus Henderson US Research Fund) (下稱「本基金」)

本公司謹以此函通知台端，依本公司章程第11(b)條及公開說明書規定，本公司擬於西元2023年9月28日（下稱「生效日」）關閉本基金。此決定之原因詳如下述。因台端持有本基金股份，故台端應閱讀本通知書，並瞭解關閉之影響及台端可行之選擇。

本文件內使用但未另行定義之詞彙，其意涵與最近期之公開說明書及子基金之補充文件（下稱「公開說明書」）內所定義之詞彙相同。

1. 為何本公司決定關閉本基金？

本公司之管理公司Janus Henderson Investors Europe S.A.（下稱「管理公司」），持續對本公司子基金進行監控及評估，以確保得持續滿足客戶期望及需求。經審慎考慮，管理公司認為本基金目前規模過小，以致於無法進行具成本效益之管理，且短期內增長之可能性低。截至西元2023年5月31日，本基金管理之資產為749萬美元。因此，根據管理公司之建議，本公司董事決定應有條理關閉本基金，以符股東最佳利益。

駿利亨德森資產管理基金

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## 2. 重要事項

自本通知書之日起，本基金不再受理申購、移轉或轉入本基金。

子基金之投資顧問可能於生效日前開始處分本基金資產，以利有條理地進行資產出售與本金返還。

## 3. 台端的選擇

有三個選項可供台端選擇。若台端選擇選項 1 或 2，本公司需於生效日前之最後一個交易日之交易截止時間前收到指示。若選擇選項 3，則毋需採取任何行動。

### 選項1: 轉換台端股份

自本通知書發出之日起至生效日前最後交易日之任何時間，台端得依公開說明書之規定，將台端本基金股份免費轉換為本公司任何其他子基金股份，惟此投資應為經許可之投資（包括於台端之國家）。依據公開說明書之規定，台端指定之子基金股份將以適用於該股份之淨資產價值購買。台端於轉換至新子基金前，應閱讀新子基金之主要資訊文件(下稱「KID」)（取得途徑如附件A所述）。

### 選項2: 贖回台端股份

自本通知發布之日起至生效日前最後交易日止，台端得依適用於本基金之公開說明書中所訂贖回程序，免費贖回台端本基金股份。

### 選項3: 不採取任何行動

若台端不採取任何行動，本基金之投資組合將進行清算，台端持有之本基金股份將以生效日最後估值點之價值依本公司所記錄之交割資訊返還予台端。

股份之強制贖回與本基金關閉將依公開說明書、本公司章程之條款以及愛爾蘭法律進行。

本公司可能要求驗證或更新台端身份之文件(若本公司尚未持有該文件)。本公司收到該驗證前得延後付款。本公司通常係依本公司記錄中之指示進行付款。若台端已變更台端銀行帳戶而未通知本公司，請按附錄 A 所述之地址向過戶代理人以書面確認台端最新資訊。

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#### 4. 費用

與本基金清算相關之費用(包括法律費用與郵寄費用)將由Janus Henderson Investors負擔。與處分本基金投資所生市場相關之交易費用將由本基金負擔。

#### 5. 稅務後果

轉換或贖回台端的股份可能會影響台端的稅務地位。因此，台端應就台端各自之國籍、住所或居住國家/地區所適用的任何稅捐尋求專業顧問之建議。

#### 6. 一般資訊

自本通知書發布日起至生效日（包括生效日）止，本公司將尋求持續根據其投資目標與政策以及愛爾蘭適用之UCITS 規則管理本基金。然而，為尋求以股東最佳利益之方式關閉本基金，於此期間（尤其在生效日前幾天）本基金可能因需要開始出售資產而可能未必持續符合其投資目標與政策或 UCITS 規則。

投資人得於登記營業處及[www.janushenderson.com](http://www.janushenderson.com)網站免費索取本公司之公開說明書、補充文件、KID、章程及年報與半年報。

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

**如需要更多資訊，如何聯絡我們？**

若台端有任何問題，請聯絡過戶代理人，聯絡資訊請參考附件A。

新加坡、瑞士、德國或比利時投資人之當地代理人或代表機構，請參考附件A之聯絡資訊。

敬祝 商祺

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董事

代表駿利亨德森資產管理基金

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附件A

本公司代理人及當地代表機構

|  |  |
|--|--|
| <p><b><u>過戶代理人</u></b></p> <p><b>International Financial Data Services (Ireland) Limited</b><br/>Bishops Square<br/>Redmond's Hill<br/>Dublin 2<br/>愛爾蘭電話：+353 1 242 5453<br/>傳真：+353 1 562 5537</p>   | <p><b>新加坡投資人</b></p> <p><b>新加坡代表機構</b></p> <p><b>Janus Henderson Investors (Singapore) Limited</b><br/>Level 34 - Unit 03-04<br/>138 Market Street<br/>CapitaGreen<br/>Singapore 048946</p> <p>公開說明書、產品資料概要、章程及本公司年報與半年報，可向新加坡代表機構免費索取。</p>  |
| <p><b>瑞士投資人</b></p> <p><b>瑞士代表機構</b><br/><b>First Independent Fund Services Ltd.,</b><br/>Klausstrasse 33,<br/>8008 Zurich<br/>瑞士付款代理人為Banque Cantonale de Genève (設址17, quai de l'Île, 1204 Geneva, Switzerland)<br/>瑞士公開說明書摘錄本、KIDs、本公司章程及年報與半年報，得向瑞士代表機構免費索取。</p> | <p><b>德國投資人</b></p> <p><b>Janus Henderson Investors Europe S.A.</b><br/>(簡稱「JHIESA」)<br/>2 rue de Bitbourg<br/>L-1273<br/>Luxembourg<br/>Grand Duchy of Luxembourg</p> <p>JHIESA 係根據德國投資法 (KAGB) Sec 306a (1) 之設施服務提供商，可免費索取相關公開說明書、零售及保險投資產品組合之PRIIPS KIDs、本公司設立證明與備忘錄、章程及年報與半年報。</p> |
| <p><b>比利時投資人</b></p> <p><b>Janus Henderson Investors Europe S.A.</b><br/>(簡稱「JHIESA」)<br/>2 rue de Bitbourg<br/>L-1273<br/>Luxembourg<br/>Grand Duchy of Luxembourg</p> <p>PRIIPS KIDs (英文及法文)、公開說明書、章程以及本公司經會計師查核之年度帳目與報告(英文)，可向本公司登記辦事處及資金代理人免費索取。</p>             | <p><b>所有其他投資人</b></p> <p>若台端對於前述事項或文件有任何疑問，應該按上述地址與本公司聯繫，或應聯繫台端之投資顧問、稅務顧問及/或法律顧問。</p> <p>若台端對要採取的行動有任何疑問，請諮詢台端的證券經紀商、銀行經理、律師、會計師、客戶關係經理或其他專業顧問。</p> <p>請注意，駿利亨德森集團的子公司及/或委任之第三人可能將與台端間就台端之投資所進行溝通之內容進行電話錄音或記錄其他通訊往來，以用於培訓、品管及監控，並依據隱私政策履行規定之記錄保存義務。</p>                                |

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**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.

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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](http://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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## Appendix A

### Agents and Local Representatives of the Company

|   |   |
|---|---|
| <p><b><u>Transfer Agent</u></b></p> <p><b>International Financial Data Services (Ireland) Limited</b><br/> Bishops Square<br/> Redmond's Hill<br/> Dublin 2<br/> Ireland Telephone number: +353 1 242 5453<br/> Fax number: +353 1 562 5537</p>   | <p><b>Singapore investors</b></p> <p><b>Singapore representative</b></p> <p><b>Janus Henderson Investors (Singapore) Limited</b><br/> Level 34 - Unit 03-04<br/> 138 Market Street<br/> CapitaGreen<br/> 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><b>Swiss investors</b></p> <p><b>Swiss representative</b><br/> <b>FIRST INDEPENDENT FUND SERVICES LTD.,</b><br/> Klausstrasse 33,<br/> 8008 Zurich</p> <p><i>The Paying Agent in Switzerland is Banque Cantonale de Genève, 17, quai de l'Ile, 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><b>German investors</b></p> <p><b>Janus Henderson Investors Europe S.A. ("JHIESA")</b><br/> 2 rue de Bitbourg<br/> L-1273<br/> Luxembourg<br/> 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><b>Belgian investors</b></p> <p><b>Janus Henderson Investors Europe S.A. ("JHIESA")</b><br/> 2 rue de Bitbourg<br/> L-1273<br/> Luxembourg<br/> 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><b>For all other investors</b></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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