

JANUS HENDERSON CAPITAL FUNDS PLC
an umbrella fund with segregated liability between sub-funds
(the “Company”)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting (“AGM”) of the Company will be held at 11.00 am (Irish time) on **Tuesday 13 August 2024** at the offices of Arthur Cox LLP, 10 Earlsfort Terrace, Dublin 2 D02 T380, Ireland, for the following purposes:

ORDINARY BUSINESS

1. To receive and consider the reports of the directors and of the auditors and the accounts of the Company for the year ended 31 December 2023 and to review the Company’s affairs.
2. To approve the re-appointment of the auditors.
3. To authorise the directors to fix the remuneration of the auditors.

BY ORDER OF THE BOARD

Signed:



For and on behalf of
Bradwell Limited

Dated: 8 July 2024

Registered Office: 10 Earlsfort Terrace
Dublin 2
D02 T380
Ireland

(Do not return your Form of Proxy to this address. You should return your Form of Proxy to the address specified in the Form of Proxy within the time frames specified therein.)

NOTES:

Every shareholder entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend, speak and vote in his stead. A body corporate may appoint an authorised representative to attend, speak and vote on its behalf. A proxy or an authorised representative need not be a shareholder of the Company.

For Swiss investors, FIRST INDEPENDENT FUND SERVICES LTD., Feldeggstrasse 12, 8008 Zurich is the Swiss representative of the Company. 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.

For the German investors, Janus Henderson Investors Europe Société Anonyme ("JHIESA"), 78 Avenue de la Liberté, L-1930 Luxembourg, Luxembourg 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 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.

For Belgian investors, the facilities agent is Janus Henderson Investors Europe Société Anonyme ("JHIESA"), 78 Avenue de la Liberté, L-1930 Luxembourg, Luxembourg. 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.

JANUS HENDERSON CAPITAL FUNDS PLC
an umbrella fund with segregated liability between sub-funds
(the “Company”)

ANNUAL GENERAL MEETING FORM OF PROXY

Please complete and return the form using **one** of the following methods:

Online: using the details on the last page of this letter.

Email: JanusHendersonvoting@paragon-cc.lu

Post: Paragon Customer Communications, 7 Rue De Chaux, L-5324, Contern, Luxembourg or for Belgian investors, Janus Henderson Investors Europe Société Anonyme (JHIESA), 78 Avenue de la Liberté, L-1930 Luxembourg, appointed to act as the Facilities Agent in Belgium,

All votes are to arrive not less than 48 hours before the time appointed for the Meeting.

Account number:

Account name:

Number of shares*:

*The breakdown of shares per ISIN are enclosed with this letter.

Signed: _____

Name in block capitals: _____

Date: _____

	RESOLUTIONS	FOR	ABSTAIN	AGAINST
	Ordinary Business			
1.	To receive and consider the reports of the directors and of the auditors and the accounts of the Company for the year ended 31 December 2023 and to review the Company’s affairs.			
2.	To approve the re-appointment of the auditors.			
3.	To authorise the directors to fix the remuneration of the auditors.			

If you wish this form to be used *in favour of any Resolution*, please mark “X” in the box above under the heading “For”. If you wish this form to be used *to abstain from any Resolution*, please mark “X” in the box above under the heading “Abstain”. If you wish this form to be used *against any Resolution*, please mark “X” in the box above under the heading “Against”. Otherwise, the Proxy will vote as he or she thinks fit.

NOTES:

1. Unless otherwise instructed, the proxy will vote as he or she thinks fit.
2. This instrument of proxy, to be valid, must be sent to arrive, or be lodged, at the address printed below not later than 48 hours before the time fixed for the meeting.
3. In the case of a corporate shareholder, this instrument may be either under its common seal or under the hand of an officer or attorney authorised in that behalf.
4. For omnibus/nominee shareholders, who without going to underlying investors do not have the authority to vote, please indicate how you wish your proxy/representative to vote by inserting the aggregate number of underlying investor votes “for” and/or “against” in the relevant box.
5. If you wish to appoint a proxy other than the Chairman of the meeting, please insert his/her name and address and delete “the Chairman of the meeting”.
6. If this instrument is signed and returned without any indication of how the person appointed proxy shall vote, they will exercise their discretion as to how they vote and whether or not they abstain from voting.
7. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority should be determined by the order in which the names stand in the register of shareholders in respect of the joint holding.
8. Any alterations made to this form must be initialled.
9. When voting online you will receive a reference number to confirm your submission. If you do not receive a reference number, your vote has not been registered.
10. Shareholders may return a signed copy of the proxy form by post to **Paragon Customer Communications, 7 Rue De Chaux, L-5324, Contern, Luxembourg**, to arrive no later than 48 hours before the time of the meeting. A proxy form may also be emailed to the Company for the attention of the Company Secretary at **JanusHendersonvoting@paragon-cc.lu**. Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the AGM. For Belgian investors, Janus Henderson Investors Europe Société Anonyme (“JHIESA”), has been appointed to act as the Facilities Agent in Belgium.

Appendix I

Summary of holdings in Janus Henderson Capital Fund as of 28th June 2024

Sub-fund	Class	ISIN	Total Units

Appendix II
Online voting details

You can vote online at: <https://vs.paragon-cc.lu/voting/JanusHenderson>

AGM Number	Account number	Password

You will receive a reference number to confirm your submission. If you do not receive a reference number, your vote has not been registered.

(中譯文)

駿利亨德森資產管理基金
子基金間責任隔離之傘型基金
(下稱「本公司」)

年度股東大會通知

茲此通知本公司將於愛爾蘭時間西元2024年8月13日(週二)上午11點,假Arthur Cox LLP, 位於10 Earlsfort Terrace, Dublin 2, D02 T380, Ireland之辦公室舉行年度股東大會(下稱「年度股東大會」), 召開目的如下:

一般事項

1. 審核截至2023年12月31日止之董事及查核會計師報告與本公司帳目, 並檢視本公司業務。
2. 同意重新指派查核會計師。
3. 授權董事決定查核會計師之報酬。

承董事會命

簽名: 
代表Bradwell Limited

日期: 2024年7月8日

註冊地址: 10 Earlsfort Terrace
Dublin 2
D02 T380
Ireland

(請 台端勿將委託書擲回至此地址。請將 台端的委託書於委託書內指定之時限內擲回至委託書內載明之住址。)

備註：

凡有權參與年度股東大會及表決之股東，皆有權委託代理人代其參加、發言及表決。法人得委託有權代表代理其參加、發言及表決。代理人或有權代表毋須為本公司股東。

就瑞士投資人而言，FIRST INDEPENDENT FUND SERVICES LTD.(設址 Feldeggstrasse 12, 8008 Zurich)為本公司的瑞士代表人。瑞士付款代理機構為 Banque Cantonale de Genève (設址17, quai de l'Ile, 1204 Geneva, Switzerland)。瑞士公開說明書摘錄本、主要資訊文件、本公司章程及年報與半年報得向瑞士代表人免費索取。

就德國投資人而言，Janus Henderson Investors Europe Société Anonyme (下稱「JHIESA」) (設址78 Avenue de la liberté, L-1930 Luxembourg, Luxembourg) 為依德國投資法(「KAGB」)第306a節(1)之協力服務供應商，且相關公開說明書、零售及保險投資產品組合之主要資訊文件(下稱「PRIIPs-KIDs」)、公司登記證書、組織章程及年報與半年報紙本得免費索取。

就比利時投資人而言，協力代理人為JHIESA (設址78 Avenue de la liberté, L-1930 Luxembourg, Luxembourg)。本公司之PRIIPs KIDs (英文版及法文版)、公開說明書、章程及經查核之年度財務報表與報告(英文版)得於本公司及協力代理人之登記營業處所免費取得。

駿利亨德森資產管理基金
子基金間責任隔離之傘型基金
(下稱「本公司」)

年度股東大會委託書表格

請使用以下其中一種方法填寫並交回表格：

網上：使用本函件最後一頁的詳情。

電郵：JanusHendersonvoting@paragon-cc.lu

郵寄：Paragon Customer Communications, 7 Rue De Chaux, L-5324, Contern, Luxembourg
/ 比利時投資人：JHIESA(設址78 Avenue de la liberté, L-1930 Luxembourg, Luxembourg)
經指定為協力代理人。

所有投票應於大會指定時間前不少於 48 小時送達。

帳戶號碼：

帳戶名稱：

股份數目*：

* 按 ISIN 的股份明細隨附於本函件。

簽名 _____

名稱大寫 _____

日期 _____

決議事項	贊成	不行使	反對
一般事項			
1. 審核截至2023年12月31日止之董事及查核會計師報告與本公司帳目，並檢視本公司業務。			
2. 同意重新指派查核會計師。			
3. 授權董事決定查核會計師之報酬。			

倘台端以本委託書贊成任何決議，請於上方「贊成」欄位下打「X」。倘台端以本委託書不行使任何表決權，請於上方「不行使」欄位下打「X」。倘台端以本委託書反對任何決議，請於上方「反對」欄位下打「X」。未選取者將由代理人以其認為適當之方式表決。

備註：

1. 除另有指示外，代理人將以其認為適當之方式表決。
2. 本委託書應於開會時間前48小時前送達下述地址始生效力。
3. 若為法人股東，本文件可蓋上該公司之印信或由經授權之公司主管或代理人簽署。
4. 就須透過所代表之投資人始得表決之綜合帳戶/代名股東，請在「贊成」及/或「反對」欄位註明其代表之投資人總票數以說明台端希望代理人/代表如何表決。
5. 倘台端擬指定會議主席以外之人選為代理人，請填入其姓名和地址，並刪除「會議主席」一詞。
6. 若本委託書經簽名擲回但未註明代理人應如何投票，代理人將自行判斷如何投票以及是否不行使表決權。
7. 若為共同持有，則以先順位者親自或委託代理人所投之票為準，其他共同持有之投票則不予考量，順位之考量以共同持有成員股東登記簿上登記之姓名先後順序為準。
8. 請於表格塗改變更處簽上姓名縮寫。
9. 於線上投票之情形，台端將收到一組參考編號以確認台端完成投票提交。若台端未收到該組參考編號，表示台端之投票尚未經登記。
10. 簽妥之委託書應郵寄至**Paragon Customer Communications, 7 Rue De Chaux, L-5324, Contern, Luxembourg**，至遲應於年度股東大會召開前 48 小時送達。委託書表格亦得透過電子郵件寄送至JanusHendersonvoting@paragon-cc.lu予公司秘書。委託書之填寫與擲回，並不影響股東親自參加並參與表決之權利。就比利時投資人而言，Janus Henderson Investors Europe Société Anonyme經指定為協力代理人。

附錄I

截至2024年6月28日駿利亨德森資產管理基金持股摘要

子基金	級別	ISIN	結算單位

附錄II

線上投票詳細資訊

您得透過網站線上投票：<https://vs.paragon-cc.lu/voting/JanusHenderson>

年度股東常會號碼	帳戶號碼	密碼

您將收到一組參考號碼以確認您完成提交。如您未收到參考號碼，則您的投票尚未被登記。