

JANUS HENDERSON ICAV
(the “ICAV”)

**Janus Henderson Global High Yield Fallen Angels Paris-aligned Climate Core UCITS
ETF (the “Fund”)**

REGISTERED OFFICE
35 Shelbourne Road, Dublin D04 A4E0, Ireland

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an extraordinary general meeting (“EGM”) of the Fund will be held at 10.00 a.m. (Irish time) on 9th January 2026 at registered office of the ICAV to consider and, if thought fit, pass the following resolution as an ordinary resolution

IE000LSFKN16, IE000JL9SV51, IE000LH4DDC2, IE000BQ3SE47

SPECIAL BUSINESS

1. That the change of investment objective of the Fund as detailed in the circular dated 4th December 2025 be and is hereby approved.

BY ORDER OF THE BOARD

SIGNED:

Waystone Centralised Services (IE) Limited

Date: 4th December 2025

NOTE:

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 Fund. Completed proxies should be lodged either by post to the office of the Company Secretary of the Company 35 Shelbourne Road, Ballsbridge, Dublin, D04 A4E0, Ireland not later than 10.00 a.m. (Irish time) on 7th January 2026. Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the EGM.

Please note that you are only entitled to attend and vote at the EGM (or any adjournment thereof) if you are a registered Shareholder. As the ICAV uses the International Central Securities Depository (ICSD) model of settlement and the Common Depository’s Nominee is the sole registered Shareholder of Shares in the Fund, investors in the Fund should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee). If any investor has invested in the Fund through a broker/dealer/other intermediary, the investor should contact this entity to provide voting instructions.

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FORM OF PROXY

I/We _____ of _____
being a holder of _____ shares in the above named Fund and entitled to vote, hereby
appoint the Chairperson of the meeting or failing them
_____ or failing him/her
_____ (delete as applicable) as our proxy to vote for us
on our behalf at the Extraordinary General Meeting of the Fund to be held at 10 a.m. (Irish time) on 9th
January 2026 and at any adjournment thereof.

Please indicate with an “X” in the box below how you wish the proxy to vote.

RESOLUTION				
Special Business		FOR	ABSTAIN	AGAINST
1.	To consider and, if thought fit, pass as an ordinary resolution the special business in the notice of the meeting: “ THAT the change of investment objective of the Fund as detailed in the circular dated 4 th December 2025 be and is hereby approved”			

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 voting on 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/abstain as he or she thinks fit.

Signed: _____

Name in block capitals: _____

Date: _____

NOTES:

1. **Please note that you are only entitled to attend and vote at the EGM (or any adjournment thereof) if you are a registered Shareholder. As the ICAV uses the International Central Securities Depository (ICSD) model of settlement and the Common Depositary's Nominee is the sole registered Shareholder of Shares in the Fund, investors in the Fund should submit their voting instructions through the relevant ICSD or the relevant participant in an ICSD (such as a local central securities depository, broker or nominee). If any investor has invested in the Fund through a broker/dealer/other intermediary, the investor should contact this entity to provide voting instructions.**
2. Unless otherwise instructed, the proxy will vote as he or she thinks fit.
2. This form 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 form of proxy may be either under its common seal or under the hand of an officer or attorney authorised in that behalf.
4. If you wish to appoint a proxy other than the Chairperson of the meeting, please insert his/her name and address and delete "the Chairperson of the meeting".
5. If this form of proxy is signed and returned without any indication of how the person appointed proxy shall vote, he/she will exercise his/her discretion as to how he/she votes and whether or not he/she abstains from voting.
6. Any alterations made to this form of proxy must be initialled.
7. Forms of proxy must be returned either by post to the office of the ICAV at 35 Shelbourne Road, Ballsbridge, Dublin, D04 A4E0, Ireland to arrive not later than 48 hours before the time of the meeting.