

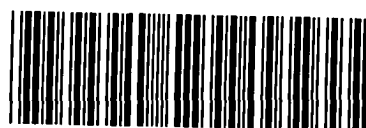
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JANUS HENDERSON UK (HOLDINGS) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

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**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

COMPANY INFORMATION

DIRECTORS

T N Gillbanks
A C Seymour-Jackson
R M J Thompson

COMPANY SECRETARY

Janus Henderson Secretarial Services UK Limited

REGISTERED NUMBER

2072534

REGISTERED OFFICE

201 Bishopsgate
London
EC2M 3AE

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

BANKERS

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2 1/2 Devonshire Square
London
EC2M 4XJ

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

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**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

The Directors present the annual report and the audited financial statements of Janus Henderson UK (Holdings) Limited ("the Company"), for the year ended 31 December 2021.

PRINCIPAL ACTIVITIES AND FUTURE OUTLOOK

The principal activity of the Company is that of the parent financial holding company ("PFHC") of the UK and EEA regulatory group. This will continue to be the principal activity of the Company for the foreseeable future.

A reorganisation of the UK and EEA regulatory group took place on 1 July 2021 whereby the Company became the parent financial holding company of the UK and EEA regulatory group. As a result of the reorganisation, the Company became the immediate parent of a number of its indirect subsidiaries and several of the Company's direct and indirect subsidiaries were transferred to the ultimate parent undertaking via a dividend in specie.

The company also transferred the retirement benefit asset, the Janus Henderson Group UK Pension Scheme (the "Scheme") to its subsidiary Janus Henderson Administration UK Limited ("JHAUKL") (formerly known as Henderson Administration Limited) and was replaced as the principal employer of the scheme, see note 13 for further details.

BUSINESS REVIEW

The Company is a wholly owned subsidiary of Janus Henderson Group plc ("JHG plc" or "the Group"). The Group is run on an integrated basis through business units, not by the legal construct of its subsidiaries. Therefore, the Company's strategy and business model is governed by that of the Group which is set out in detail in the Annual Report of the Group, which can be obtained from its registered office as set out in note 23. The Group provides investment management services to clients throughout EMEA, North America, Latin America and Asia Pacific. The Group manages a broad range of actively managed investment products for institutional and retail investors, across multiple asset classes, including but not limited to equities, fixed income, multi asset and alternatives.

PRINCIPAL RISKS AND UNCERTAINTIES

The Group's risk management framework helps the Group meet its business objectives within acceptable risk parameters and it is reviewed regularly to early identify new and emerging risks. The Group's culture embeds the management of risk at all levels within the organisation. Please refer to the Group's Annual Report for the major risks affecting the Group. Of those risks, the following risks relate specifically to the Company:

Strategic

The risk that the Group's business strategy fails to deliver the required and expected outcomes for stakeholders and the risk that technological innovation and/or new market entrants within the asset management industry reduces profitability and requires a fundamental change to the Group's business model. This is mitigated by: a concentration on delivery of the Group's strategy through provision of first class investment performance and service for our clients as efficiently as possible; the monitoring of emerging developments in the asset management industry, which might pose a threat to the Group's current business model; and maintaining a clear understanding of the Group's clients' needs through communication and interaction.

Operational, IT and Legal

The risk of losses through inadequate or failed internal processes, people or systems or through external events. This includes the risk of loss arising from failing to manage our key outsourced service providers properly, failing to manage financial crime risks, failing to manage operational aspects of the Group's global expansion, the risk arising from major disruption to the Group's business, including from cyber-crime, the risk of losses from trade execution errors or breaches of investment mandates and the risk of losses from litigation. This is mitigated through: control systems that are designed to ensure operational and legal risks are mitigated to a level which is consistent with the Group's risk appetite, a globally embedded three lines of defence model which is key, outsourced service providers that are overseen by the relevant line function and the controls of key service providers are also reviewed by the Group's Assurance function; and the maintenance and testing of business continuity plans which are designed to ensure that, in the event of business disruption, the Group can maintain its operations without material damage to the business.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

Impact of the Russian invasion of Ukraine

On 24 February 2022, Russia invaded Ukraine. The invasion was widely condemned internationally and resulted in economic sanctions against Russia, Belarus and certain regions of Ukraine. The Group does not have employees or offices in Ukraine or Russia and our funds have very limited exposure to assets and clients based in those countries. The Group has documented and tested processes in place for situations of this nature and has been working to ensure that any potential disruption to its business is minimised and to ensure that all applicable sanctions imposed are implemented in a timely manner. The Group has also taken measures to reinforce its information security processes and systems to continue to protect its clients' assets. The invasion could also have significant impact on the global economy as the effect of sanctions could result in further inflationary pressures and have a broader impact on financial markets. Any such impacts are highly uncertain and rapidly changing and it is not possible to predict the extent to which this could adversely impact our financial results and business operations. The Group's management are monitoring the situation and the associated risks with the intention of mitigating the risks, where possible.

Brexit Update:

On 31 January 2020, the UK left the European Union ("EU"), commonly referred to as "Brexit." Under the terms of the Brexit withdrawal agreement between the UK and the EU, the UK entered a transition period whereby it was no longer a member of the EU but remained a member of the single market and customs union until 31 December 2020. Arrangements for trade with the EU remained essentially unchanged until the end of the transition period. The UK and the EU agreed a Trade and Cooperation Agreement (TCA) on 24 December 2020 which was ratified on 30 December 2020 and came into full force in February 2021. While the TCA regulates a number of important areas, significant parts of the UK economy are not addressed in detail. A number of issues have been the subject of further bilateral negotiations since the beginning of 2021. One of the subjects of these negotiations has been a Memorandum of Understanding ("MoU") between the EU and UK covering financial services, which has now been agreed. While technical agreement on the MoU was reached on 26 March 2021, the text of the MoU has not been published and ratification is subject to further agreement between the EU and the UK, which may not be forthcoming. As a result, the new relationship between the UK and the EU could in the short-term, and possibly for longer, cause disruptions to and create uncertainty in the UK and EU economies, impacting financial services businesses such as ours that are conducting business in the EU. A failure to reach an agreement for a sustainable and practical financial services regulatory relationship between the UK and the EU, whether on the basis of equivalence, mutual recognition or otherwise, could harm our operations. These and related issues, or a decline in trade between the UK and the EU, could affect the attractiveness of the UK as a global investment centre and could have a detrimental impact on UK economic growth. The Group's management continue to assess the risks associated with Brexit as well as the necessary contingency preparations as these further negotiations progress. However, this is not expected to have a material impact on the Company.

Impact of COVID-19

In March 2020, the World Health Organization declared the novel coronavirus ("COVID-19") to be a pandemic. COVID-19 has had and may continue to have a significant impact on the global economy, including the UK economy, primarily through the preventative measures taken by businesses and governments to restrict its spread. While the pandemic continues to influence how and where we work, we have maintained focus on our strategic priorities and delivered results for our clients. We have welcomed our employees back into our offices over the past year; however, our technology capabilities allow them to alternatively work from home effectively. Our detailed business continuity plan puts the health and safety of our employees first and helps to ensure we can operate effectively in a hybrid working model.

The pandemic continues to evolve, and it is not possible to predict the extent to which COVID-19, or any inability of the global economy to recover from it successfully, will adversely impact our financial results and business operations. Any such impacts will depend on numerous developing factors that are highly uncertain and rapidly changing, including the duration of the pandemic, the actions taken by governments to contain its financial and economic impact, the continued or renewed implementation of travel advisories and restrictions, the efficacy and availability of vaccines, and the extent of the pandemic's disruption to supply chains and economic markets.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

Impact of COVID-19 (continued)

However, the Group has a robust and detailed business continuity plan in place to ensure that operations can continue effectively, and throughout the pandemic the Group's ability to adequately maintain operations, internal controls and client relationships has not been adversely affected.

The Company's management continues to assess the risks associated with COVID-19 and to mitigate them where possible.

KEY PERFORMANCE MEASURES ("KPIs")

The Board of JHG plc, the Company's ultimate parent undertaking, monitors the performance of the Group against plan using a number of financial and non-financial performance measures. The performance of the Company contributes to the Group's KPIs. Please refer to the Janus Henderson Group plc Annual Report for a review of the Group's KPIs.

The following KPIs are most relevant to the Company:

Financial position and performance

Total Shareholders' funds attributable to equity holders of the parent decreased by £421.4m to £530.0m as at 31 December 2021. This was due to a loss of £300.3m plus dividends paid of £120.8m, actuarial gains of £1.0m and £1.3m net capital contribution in relation to share based payments. The loss for the year arose due to the transactions relating to the Reorganisation, which resulted in an impairment of subsidiary undertakings of £930.2m offset by dividend in specie received of £391.4m and dividends received from subsidiary undertakings of £236.6m.

Cash position

The Company needs to have access to cash in order to meet its payment obligations as they fall due. At 31 December 2021, total cash amounted to £10.4m (2020: £13.3m).

Administrative Expenses

Administrative expenses increased by £2.0m from (£0.3m) in 2020 to £1.7m primarily due to an increase in foreign exchange related expenses in 2021.

**STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN
ACCORDANCE WITH S172(1) COMPANIES ACT 2006**

The Directors consider, both individually and together, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in Section 172(1)(a-f) of the Act) in the decisions taken during the year ended 31 December 2021.

Section 172(1) requires a director to have regard, amongst other matters to the:

- likely consequences of any decisions in the long term;
- interests of the Company's employees;
- need to foster the Company's business relationships with suppliers, customers and others;
- impact of the Company's operations on the community and environment;
- desirability of the Company maintaining a reputation for high standards of business conduct; and
- need to act fairly between members of the Company.

In discharging its section 172 duties, the Board has had regard to the factors set out above; the relative importance of each factor will vary depending on the decision being taken. In addition, the Board recognises that certain decisions will require the Board to consider additional factors, as appropriate.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

**STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN
ACCORDANCE WITH S172(1) COMPANIES ACT 2006 (continued)**

The Company's key stakeholders are its ultimate parent undertaking, employees, suppliers, customers, regulators, community and intra-group clients; the interest of these stakeholders are considered as part of the Board's decision making, as appropriate. While there are cases where the Board might engage directly with certain stakeholders, being part of a Group means that other stakeholder engagement may take place at Group level, where it is appropriate to do so. This is a more effective and efficient means to help the Company and wider Group to achieve a greater impact. Refer to the Directors' Report for further information on stakeholder engagement.

The Board considers and discusses information from across the organisation to help it understand the impact of the Company's operations, and the interests and views of its key stakeholders. It also reviews strategy, financial and operational performance as well as information covering areas such as key risks, and legal and regulatory compliance. This information is provided to the Board through reports sent in advance of each Board meeting and through in-person presentations. As a result of these activities, the Board has an overview of engagement with stakeholders and other relevant factors, which enables the Directors to comply with their legal duty under Section 172(1).

The principal decisions, which show how the Directors have had regard to Section 172(1) during the financial year, are as follows:

Financial Performance and Capital Adequacy

During the year, the Board reviewed and discussed the financial performance of the Company and its subsidiaries with the aim of long-term value creation for the Company and ultimately the Group.

The Board approved the payment of a final dividend recommended in 2020 and an interim dividend to its shareholder(s), see note 20. In making this decision the Board considered a range of factors including, whether it had sufficient distributable reserves, its expected cash flow, capital and liquidity requirements, the ongoing need for strategic investment in the business and workforce, as well as the expectations of the shareholder.

The Company approved the Internal Capital Adequacy Assessment Process ("ICAAP") Policy. The policy had been updated during the year to reflect the Company as the new parent financial holding company of the UK regulatory group and to include the requirement to produce an Internal Capital and Risk Assessment from 1 January 2022. This is the means by which the level of capital that adequately supports all of the relevant current and future risks of the UK Group's business is assessed.

Legal Entity Strategy Project

Consistent with the strategy of Simple Excellence, during the year the Group undertook a corporate reorganisation to split the Group into distinct geographic nodes and subsequently remove any surplus holding companies (the "Reorganisation").

As part of the Reorganisation, the Board:

- (a) approved the transfer of the Company's shares from Henderson Holdings Group Limited through the group to its ultimate parent Janus Henderson Group plc ("JHG plc");
- (b) acknowledged the proposed transfer to it of the entire issued share capital of Janus Henderson Administration UK Limited ("JHAUKL") formerly known as Henderson Administration Limited, Janus Henderson Fund Management UK Limited ("JHFMUKL") (formerly known as Henderson Investment Funds Limited), Janus Henderson Investors UK Limited ("JHIUKL") (formerly known as Henderson Global Investors Limited), and HPC Nominees Limited ("HPCNL") from Henderson Global Investors (Holdings) Limited ("HGI(H)L");
- (c) acknowledged the proposed transfer of the legal title of all the shares held by HGI(H)L and the beneficial interest to 1 share legally held by HPCNL in the capital of Henderson Equity Partners Limited ("HEPL") from HGI(H)L to the Company; and
- (d) approved payment of an interim dividend to JHG plc which was satisfied by the transfer of the Company's shares in HGI(H)L to JHG plc (the "Dividend in Specie").

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

**STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN
ACCORDANCE WITH S172(1) COMPANIES ACT 2006 (continued)**

Legal Entity Strategy Project (continued)

In making the decision to approve the dividend in specie the Board considered a range of factors including, whether it had sufficient distributable reserves, its expected cash flow, capital and liquidity requirements (if necessary), as well as the expectations of the shareholder.

The Board concluded that the Reorganisation would enable better alignment with the global nature of the Group's operations, reduce risk through simplification, unlock operational efficiencies through the removal of surplus holding companies and align supervision to the regions where activities are performed. No detrimental impact had been identified for customers, suppliers, employees, member(s) or other stakeholders as a result of the Reorganisation. The Financial Conduct Authority had been proactively engaged.

As a result of the Reorganisation, the Company became the parent financial holding company ("PFHC") on 1 July 2021, replacing Henderson Group Holdings Asset Management Limited ("HGHAML").

Pension Transfer

During the year, the Board approved and passed a number of resolutions in connection with: (a) the replacement of the Company with JHAUKL as the principal employer of the Janus Henderson Group UK Pension Scheme (the "Scheme"); (b) the replacement of the Company with JHAUKL as the principal employer of the Janus Henderson Investors UK Excepted Group Life Assurance Scheme; and (c) the entry into a guarantee in favour of the Scheme trustee under which the Company guaranteed the obligations of JHAUKL and Janus Henderson Investors (Singapore) Limited to the Scheme.

In making these decisions, employee interests were considered and the Board concluded that the Pension Arrangements would not detrimentally affect in a material way the likelihood of accrued Scheme benefits being received and would ensure the Scheme remains in a well-funded, well-supported and well-protected position. Consent had been sought obtained from the Scheme trustee in connection with these steps.

Governance Replication

In light of the Company becoming the new PFHC, effective 1 July 2021, the Board assessed its existing governance arrangements and concluded that changes to its board composition and implementation of a number of governance documents including but not limited to Terms of Reference and Agenda Reporting Calendar were required.

Investment Firms Prudential Regime

In preparation for the implementation of the UK Investment Firms Prudential Regime (the "Regime") with effect from 1 January 2022, the Board considered the changes needed to ensure that its subsidiaries met the requirements of the Regime. As part of its preparation, the Board established risk, remuneration and nomination committees of the Company with effect from 1 January 2022.

In making the decision, the Board considered how best to enhance the governance of the UK Group, to promote better corporate governance and, in turn, better outcomes for clients. Establishing the committees at Company level was determined to be the most effective way of governing risk, remuneration and nomination matters given its role as the UK parent financial holding company. The Company proactively engaged with its shareholder and other stakeholders within the wider Janus Henderson Group over the proposed enhancements. The Company also proactively engaged with the FCA and was granted a rule modification to allow certain committees to be established at the UK parent financial holding company level as opposed to the solo regulated entity level.

This report was approved by the Board on 17 May 2022 and signed on 9 June 2022 on its behalf by:


R M J Thompson
Director
9 June 2022

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

The Directors present their report and the audited financial statements for the year ended 31 December 2021.

RESULTS AND DIVIDENDS

The loss for the financial year, after taxation, amounted to £300.3m (2020: profit £34.4m)

Dividends paid in the year amount to £120.8m (2020: £30.0m). The directors do not recommend the payment of a final dividend (2020: £35.5m)

DIRECTORS

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were:

T N Gillbanks (Appointed 01 July 2021)
A C Seymour-Jackson (Appointed 01 July 2021)
R M J Thompson (Appointed 01 July 2021)
R Weil (Appointed 01 July 2021 and resigned 31 March 2022)
I Bassford (Resigned 01 July 2021)
R W Chaudhuri (Resigned 01 July 2021)

FUTURE DEVELOPMENTS

The future outlook and the principal risks and uncertainties for the Company are set out in the Strategic Report.

GOING CONCERN

As at 31 December 2021, the Company has net assets of £530.0m (2020: £951.4m) and net current assets of £17.0m (2020: net current liabilities £293.7m).

The Company has adequate resources to continue in operational existence for the foreseeable future, which is a period of not less than twelve months following the signing of these financial statements. Thus, the Directors continue to adopt the going concern basis for the preparation of the annual financial statements.

DIRECTORS' INDEMNITY

During the financial year to the 31 December 2021 and up to the date of approval of this report, qualifying third party indemnity provisions were in place and at the date of this report are in place, to the extent permitted by Section 234 of the Companies Act 2006 for the benefit of all Directors of the Company in relation to certain liabilities and losses they may incur in their capacity as directors of the Company.

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are Directors at the time when the Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- Each Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

FINANCIAL RISKS

The financial risks and uncertainties for the Company are set out in the Strategic Report.

EMPLOYEES IN THE WORKPLACE

The Companies (Miscellaneous Reporting) Regulations 2018 require the Directors report to include a statement that describes the action that has been undertaken with regards to employee engagement and how Directors have considered employee interests in the principal decisions taken in the year.

Although the Company has no employees, a direct subsidiary of the Company, JHAUKL, employs the Group's UK employees.

As employees strive towards excellence, the Group's Human Resources team designs programmes and solutions aimed to develop, attract and retain talent. The Group is committed to building staff share ownership and creating a reward approach that consists of both financial and non-financial elements when recognising an individual's performance.

DEVELOPING TALENT AND BUILDING GREAT TEAMS

The Group's ambitions can only be achieved through further developing talent whilst ensuring employees remain focused on providing excellent performance and service to the Group's clients, employees are urged to think strategically and globally to consider and understand the needs of the Group's clients.

ENGAGEMENT WITH EMPLOYEES

JHAUKL's employees provide administrative and other services to other Group companies. JHAUKL's employees are essential to meeting the Group's purpose to deliver investment services to clients. It is the Group's priority to attract, develop, manage and maintain employees to deliver the above-mentioned services.

The Group has multiple measures in place to ensure employee stakeholders have opportunities to offer input, influence strategy, decision-making, and share in the Group's success. Examples include:

- **UK Communications Forum:** Comprised of employee representatives from each business area, this Forum meets quarterly and is represented by the Head of EMEA HR. The Head of EMEA HR provides updates regarding significant business issues to the Forum and gathers employee feedback to address topics of importance to the populace.
- **Annual Engagement Survey:** Employees participate in the Group's annual Employee Engagement Survey to inform decision-making and strategic initiatives. The collective results are reported, followed by action plans to address any opportunities that best serve employees.
- **Share Plans:** Offered as a key component of the Company's employee benefits package, Share Plans are granted during the annual bonus cycle. Employees can also elect to participate in HMRC approved schemes such as Employee Sharesave and Employee Sharepurchase.
- **Results Briefings:** Held every six months, employees are invited to attend results briefings where information is shared about the Group's performance and strategic direction, along with context on the overall economic landscape in which the Group operates.

The Board recognises the impact employees have on the Company and ultimately the Group's success and is committed to understanding their needs and requirements to ensure a positive working environment.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

ENGAGEMENT WITH EMPLOYEES (continued)

We are committed to creating an inclusive environment that promotes equality, cultural awareness and respect by implementing equitable policies, benefits, training, recruiting and recognition practices to support our colleagues. Diversity, equity and inclusion (DEI) are about valuing our differences, creating equal opportunities and continually identifying ways to improve our cultural intelligence, which ultimately leads to better decision-making and a more tailored client experience. The following describe how employees have been engaged during the year:

Employee Resources Groups within the Company offer insight to build an inclusive workplace for employees. The Company, through the Group, has made strategic advancements in its policies, recruitment efforts and employee professional development. It continues to focus on opportunities to improve amongst other areas and is working diligently to close the gender pay gap and achieve gender, racial and ethnicity balance within the organisation. Some accomplishments during the year include providing educational sessions on diversity and inclusion topics, adding a diversity, equity and inclusion competency to the performance evaluation process for all employees, implementing goals in connection with increasing diverse representation in senior management roles and identifying the utilization of small and diverse owned businesses in our business diversity supplier strategy.

Employees with Disabilities

It is Group policy to treat employees in the same way regardless of disability and this policy applies to all terms of employment including training, transfers and career development and progression.

All vacancies are filled based on merit and disabled applicants are encouraged to apply with the Company making any necessary arrangements to encourage such applicants.

The Company aims to retain employees who become disabled during their employment, either in the same position or an equal alternative position. Appropriate training is provided to ensure continuing employment where practicable.

Progression within the Company is based on merit and, wherever practicable, appropriate training is provided to employees, who are all encouraged to manage their own careers. In 2020 to demonstrate our commitment, we signed up to be a Disability Confident Committed Employer.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

STREAMLINED ENERGY AND CARBON REPORTING (SECR)

In line with the Companies (Directors' Report) and Limited liability Partnerships (Energy and Carbon Report) Regulations 2018 ('SI2018/1155') the table below shows the energy use and the associated GHG emissions for JHG Plc.

JHG plc 2021 GHG emissions (tCO ₂ e) for Corporate Reporting purposes	2020 UK (tCO ₂ e)	2021 UK (tCO ₂ e)	2020 Global (tCO ₂ e) (including UK)	2021 Global (tCO ₂ e) (including UK)
Scope 1: All direct emissions	-	-	63	53
Scope 2: Electricity	756	676	2,846	2,219
Scope 3: Business travel, hotel stays, freight, water, waste, paper	1,050	431	1,994	835
Total	1,806	1,107	4,903	3,107

Intensity Ratio (FTE)	2020 UK	2021 UK	2020 Global	2021 Global
Total Full Time Employees (FTE)	912	992	2,185	2,248
Total tCO ₂ e per FTE	1.98	1.12	2.24	1.38
Total Energy consumption used to calculate above emissions (kWh)	3,244,397	3,182,090	10,823,971	9,011,605

Notes (1) We have included an intensity ratio by Full Time Employee (FTE) as this accounts for any changes in company size. (2) UK includes our London and Edinburgh offices (3) The majority of our Scope 3 travel data is collected at a regional level, so this has been apportioned by headcount for the above calculations. (4) Electricity in our London and Edinburgh office uses 100% renewable energy (5) The above are location-based figures. Our global total market-based emissions are 2,440 tCO₂e (6) Fuel has been converted to kWh for the purposes of calculating total energy consumption

Methodology

GHG emissions have been calculated and analysed in accordance with the international GHG Protocol framework, for our UK operations the Group uses emissions factors provided by Defra.

The carbon reporting year is 1 January – 31 December, this is in line with our financial reporting year.

Scope 1 emissions - All Direct Emissions from the activities under our control. Including fuel combustion on site such as gas boilers and generators.

Scope 2 emissions - Indirect Emissions from electricity purchased and used. Emissions are created during the production of the energy and eventually used.

Scope 3 emissions - All Other Indirect Emissions from our activities, this includes Air Travel which is the most material contributor to this category. Our hotel, rail and a portion of our road travel data is currently measured by region, therefore we have calculated the scope 3 data based on the FTE for the UK. In 2021 we also started capturing our emissions from water discharge and withdrawal as well as paper consumption.

We measure our carbon footprint through a third-party software Greenstone, which uses the latest emission methodologies relevant to each country, time period and data source. To ensure further data integrity, all Scope 1, 2 and 3 emissions are independently verified in accordance with ISO 14064-3 by an external third-party organisation. The data is also separately verified by a third party for compliance with the CarbonNatural® protocol. Our 2021 data is currently awaiting verification.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

STREAMLINED ENERGY AND CARBON REPORTING (SECR) (continued)

Background

Due to the ongoing Covid pandemic, many of our offices remained closed or had a significantly reduced presence. Only essential travel was allowed, with international travel embargoed. Due to this, our overall carbon footprint continued to reduce and our initiatives to reduce building emissions and travel were effectively paused.

Initiatives

- **Energy:** The Group purchases green renewable energy, including 100% renewable electricity at our London Global Headquarters. In addition, we have also moved to a renewable energy tariff in Sydney, Melbourne and Luxembourg. In 2021 our renewable electricity consumption across all our offices accounted for 3,264,788 kWh, which was 52% of our total global electricity consumption. The Group also invests in technology including video conferencing systems to reduce global travel which has also been particularly advantageous during the Covid pandemic.
- **Targets:** In 2019 we committed to reducing our carbon footprint by 15% per fulltime employee over three years based on 2018 consumption. In 2021 we reached this target, using both our actual emissions (which were lowered significantly due to COVID19) as well as business-as-usual (BAU) modelling which is calculated by modelling our emissions to pre-COVID levels. In 2022 we will be setting new targets using 2019 as a new baseline, as well as reviewing Science Based Targets and Net Zero Targets.
- **Waste:** In our Head Office in London, we have replaced all single-use containers with Vegware products, which are 100% biodegradable and are recycled using our food waste stream. Through this we have eliminated the use of over 360,000 plastic containers since 2018. By removing desk bins and signposting recycling bins we also ensure that all employees recycle their waste. In addition, all paper in London is from 100% recycled or certified FSC sources and none of our waste is sent to landfill.
- **Carbon Neutrality:** Carbon offsets are purchased not only to mitigate negative environmental impacts but also to commercially incentivise emissions reductions initiatives. Through our carbon offsetting portfolio we contribute to high quality, independently verified emission reduction and removal projects, as well as advancing the Sustainable Development Goals (SDG).

SDGs advanced through our offset portfolio:

- SDG 3 Good health and wellbeing
- SDG 4 Quality Education
- SDG 5 Gender Equality
- SDG 7 Affordable and clean energy
- SDG 8 Decent work and economic growth
- SDG 9 Industry, innovation, and infrastructure
- SDG 12 Responsible consumption and production
- SDG 13 Climate action
- SDG 15 Life on land

EVENTS AFTER THE END OF THE REPORTING PERIOD

On 24 February 2022, the Directors approved the payment of an interim dividend of £130,000,000.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

INDEPENDENT AUDITORS

It is the intention of the Directors to reappoint the independent auditors, PricewaterhouseCoopers LLP in accordance with the requirements of Section 487 of the Companies Act 2006.

This report was approved by the Board on 17 May 2022 and signed on 9 June 2022 on its behalf by:



R M J Thompson
Director
9 June 2022

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS
FOR YEAR ENDED 31 DECEMBER 2021**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006.



R M J Thompson
Director

9 June 2022

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

Independent auditors' report to the members of Janus Henderson UK (Holdings) Limited

Report on the audit of the financial statements

Opinion

In our opinion, Janus Henderson UK (Holdings) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2021; the Income Statement, the Statement of Comprehensive Income, and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in Respect of the Financial Statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to non-compliance with the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to manipulation of financial data to present a more favourable financial position. Audit procedures performed by the engagement team included:

- Engaging in regular discussions with management, including consideration of their process for identifying and responding to the risk of fraud, and any known or suspected instances of fraud or non-compliance with laws and regulations;
- Reviewing relevant meeting minutes, including those of the Board;
- Challenging assumptions and judgements made by management in their impairment analysis for investments in subsidiary undertakings;
- Identifying and testing journal entries, in particular any journal entries posted and approved by the same user, and those posted with unusual account combinations against revenue; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Saira Choudhry (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
9 June 2022

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Note	2021 £m	2020 £m
Dividends received from subsidiary undertakings	3	236.6	31.7
Impairment of subsidiary undertakings	11	(930.2)	-
Administrative (expenses)/income	4	(1.7)	0.3
Operating (loss)/profit		(695.3)	32.0
Finance income	8	18.9	4.7
Finance expenses	9	(15.1)	(4.4)
Dividend in specie reclassified from other comprehensive income	3	391.4	-
(Loss)/profit before tax		(300.1)	32.3
Tax on (loss)/profit	10	(0.2)	2.1
(Loss)/profit for the financial year		(300.3)	34.4

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Note	2021 £m	2020 £m
(Loss)/profit for the financial year		(300.3)	34.4
Other comprehensive income/(expense):			
Items that will not be reclassified to the income statement:			
Actuarial gain/(loss) on defined benefit pension scheme (after tax deducted at source)	13	1.0	(22.8)
Items that will be reclassified to the income statement:			
Dividend in specie received from subsidiary undertaking	3	391.4	-
Dividend in specie reclassified to income statement		(391.4)	-
		1.0	(22.8)
Total comprehensive (expense)/income for the financial year		(299.3)	11.6

The notes on pages 23 to 46 form part of these financial statements.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021**

	Note	2021 £m	2020 £m
Non-current assets			
Investments	11	512.4	1,136.9
Deferred tax asset	12	0.8	1.7
Retirement benefit assets	13	-	106.7
		513.2	1,245.3
Current assets			
Trade and other receivables	14	67.3	158.3
Financial assets at fair value through profit or loss	15	81.4	4.7
Cash	16	10.4	13.3
		159.1	176.3
Total assets		672.3	1,421.6
Current liabilities			
Trade and other payables	17	(136.5)	(466.0)
Financial liabilities at fair value through profit or loss		(5.3)	(3.6)
Current tax liabilities		(0.3)	(0.4)
Total current liabilities		(142.1)	(470.0)
Net current assets/(liabilities)		17.0	(293.7)
Non-current liabilities			
Provisions		(0.2)	(0.2)
Net assets		530.0	951.4
Capital and reserves			
Ordinary share capital	18	-	-
Share premium account	19	-	-
Profit and loss account	19	530.0	951.4
Total equity		530.0	951.4

The financial statements on pages 19 to 46 were approved and authorised for issue by the Board on 17 May 2022 and were signed on 9 June 2022 on its behalf by:



R M J Thompson
Director
9 June 2022

The notes on pages 23 to 46 form part of these financial statements.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Ordinary Share capital	Share premium account	Profit and loss account	Total equity
	£m	£m	£m	£m
At 1 January 2021	-	-	951.4	951.4
Comprehensive expense for the financial year				
Loss for the financial year	-	-	(300.3)	(300.3)
Actuarial gains on pension scheme	-	-	1.0	1.0
Other comprehensive income for the financial year	-	-	1.0	1.0
Total comprehensive expense for the financial year	-	-	(299.3)	(299.3)
Contributions by and distributions to owners				
Dividends paid (note 20)	-	-	(35.5)	(35.5)
Dividend in specie paid (note 20)	-	-	(85.3)	(85.3)
Net capital contribution in relation to share-based payments	-	-	(1.3)	(1.3)
Total transactions with owners	-	-	(122.1)	(122.1)
At 31 December 2021	-	-	530.0	530.0

The notes on pages 23 to 46 form part of these financial statements.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Ordinary Share capital	Share premium account	Profit and loss account	Total equity
	£m	£m	£m	£m
At 1 January 2020	108.3	195.1	666.7	970.1
Comprehensive income for the financial year				
Profit for the financial year	-	-	34.4	34.4
Actuarial losses on pension scheme	-	-	(22.8)	(22.8)
Other comprehensive expense for the financial year	-	-	(22.8)	(22.8)
Total comprehensive income for the financial year	-	-	11.6	11.6
Contributions by and distributions to owners				
Dividends paid (note 20)	-	-	(30.0)	(30.0)
Net capital contribution in relation to share-based payments	-	-	(0.3)	(0.3)
Total transactions with owners	-	-	(30.3)	(30.3)
Other Movements				
Capital reduction	(108.3)	(195.1)	303.4	-
At 31 December 2020	-	-	951.4	951.4

The notes on pages 23 to 46 form part of these financial statements.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention, except for certain financial instruments that have been measured at fair value, and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ('FRS 101') and the Companies Act 2006.

The Company financial statements are presented in Great British Pounds (GBP) and all values are rounded to the nearest million pounds, except where otherwise indicated. The Company is a private company limited by share capital, incorporated and domiciled in the UK with its registered office in London, England.

Accounting policies have been consistently applied to all the years presented unless otherwise stated.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. In the process of applying the Company's accounting policies, management has made significant judgements involving estimations and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

The Company is a wholly owned subsidiary of Janus Henderson Group plc and of its ultimate parent, Janus Henderson Group plc. The Company's results form part of the consolidated financial statements of Janus Henderson Group plc which are publicly available, see note 23. Therefore the Company is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

1.2 FINANCIAL REPORTING STANDARD 101 - REDUCED DISCLOSURE

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46- 52 of IFRS 2 Share-based payments;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91- 99 of IFRS 13 Fair Value Measurement;
- Paragraph 38 of IAS 1 Presentation of Financial Statements, comparative information requirements in respect of paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member; and
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. ACCOUNTING POLICIES (CONTINUED)

1.3 NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS

During the year, the following amendments to accounting standards came into effect:

- IFRS 16, 'COVID 19 related rent concessions beyond 30 June 2021';
- IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16: Interest rate benchmark reform Phase 2.

Following a review of the amendments, the Directors consider that none of the standard, interpretations and amendments effective for the first time from 1 January 2021 have had a material effect on the financial statements.

There are no other amendments to the accounting standards, or IFRIC interpretations that are effective for the year ended 31 December 2021 that had a material impact on the financial statements.

1.4 GOING CONCERN

In considering going concern the Directors have taken account of the Company's current and anticipated performance. The Company made a loss in the current year which arose due to the transactions relating to the Reorganisation. These are not likely to reoccur and the Company is expected to generate profits for the year ended 31 December 2022 and for the 12 months following the signing of the financial statements. The company has sufficient capital and liquidity to meet its obligations for a period of not less than 12 months from the date of signing these financial statements.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis for the preparation of the annual financial statements.

1.5 ADMINISTRATIVE EXPENSES

Administrative expenses are accrued and recognised as incurred.

1.6 SHARE-BASED PAYMENTS

The Group issues share-based awards to employees of the Company, all of which are classified as equity-settled share-based payments. Equity-settled share-based payments are measured at the fair value of the shares at the grant date. The awards are expensed, with a corresponding increase in reserves, on either a straight-line basis or a graded basis (depending on vesting conditions) over the vesting period, based on the Group's estimate of shares that will eventually vest. Based on the Group's estimate, the determination of fair value, using either a Black-Scholes or a Monte Carlo model in respect of options at the date of grant, is adjusted for the effects of market performance and behavioural considerations.

The cost of these transactions are recorded in the Income Statement of the Company with a corresponding increase in equity as a capital contribution from the ultimate parent undertaking.

1.7 FINANCE INCOME AND EXPENSE

Interest income and interest expense is recognised as it accrues using the effective interest rate method.

The net interest credit on the Company's retirement benefit asset has been recognised in finance income.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. ACCOUNTING POLICIES (CONTINUED)

1.8 DIVIDENDS RECEIVED FROM SUBSIDIARY UNDERTAKINGS

Dividends received from subsidiary undertakings are recognised on the date that the right to receive payment has been established.

Dividends in specie received from subsidiary undertakings are recognised in the Income statement to the extent that they are readily convertible to cash and classified as realised. If they are deemed unrealised they are initially recognised in other comprehensive income. Where there are subsequent impairments of the Company's investment in the distributing subsidiary as a result of these dividends, this dividend income becomes realised and is transferred to the income statement.

1.9 INCOME TAX

The Company provides for current tax expense according to the tax laws in each jurisdiction in which it operates, using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised only to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Income tax relating to items recognised in the Statement of Comprehensive Income and Statement of Changes in Equity is also recognised in the respective statement and not in the Income Statement.

1.10 INVESTMENTS

Investments consist of investments in subsidiary undertakings and are held at cost less any impairment in value where circumstances indicate that the carrying value may not be recoverable.

1.11 FINANCIAL INSTRUMENTS

Financial assets and liabilities are recognised at fair value in the Statement of Financial Position when the Company becomes party to the contractual provisions of an instrument. The fair value recognised is adjusted for transaction costs, except for financial assets classified at fair value through profit or loss, where transaction costs are immediately recognised in the Income Statement. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or where they have been transferred and the Company has also transferred substantially all the risks and rewards of ownership. Financial liabilities cease to be recognised when the obligation under the liability has been discharged or cancelled or has expired.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. ACCOUNTING POLICIES (CONTINUED)

1.12 FINANCIAL ASSETS

Purchases and sales of financial assets are recognised at the trade date, being the date when the purchase or sale becomes contractually due for settlement. Delivery and settlement terms are usually determined by established practices in the market concerned.

Debt securities, equity securities and holdings in authorised collective investment schemes are designated as fair value through profit or loss and are measured at subsequent reporting dates at fair value. The Company determines the classification of its financial assets on initial recognition.

Financial assets at fair value through profit or loss

Where securities are designated as fair value through profit or loss, gains and losses arising from changes in fair value are included in the Income Statement.

Trade and other receivables

Trade and other receivables, which generally have 30 day payment terms, are initially recognised at fair value, normally equivalent to the invoice amount. When the time value of money is material, the fair value is discounted. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

Cash

Cash amounts represent on-demand deposits.

1.13 DERIVATIVE FINANCIAL INSTRUMENTS

The Company may, from time to time, use derivative financial instruments, measured at fair value through profit or loss, to hedge against price, interest rate, foreign currency and credit risk. Derivative financial instruments are classified as financial assets when the fair value is positive or as financial liabilities when the fair value is negative. Derivative instruments are recognised as part of financial assets and liabilities at fair value through profit and loss on the balance sheet. The Company does not apply hedge accounting.

1.14 FINANCIAL LIABILITIES

Financial liabilities including trade and other payables but excluding provisions and derivative financial instruments, are stated at amortised cost using the effective interest rate method. Amortised cost is calculated by taking into account any issue costs and any discount or premium on settlement.

Provisions

Provisions which are liabilities of uncertain timing or amount, are recognised when the Company has a present obligation, legal or constructive, as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount. In the event that the time value of money is material, provisions are determined by discounting the expected future cash flows at a discount rate that reflects a current market assessment of the time value of money and, where appropriate, the risks specific to the liability. When discounting, the increase in the provision due to the passage of time is recognised as a finance charge.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. ACCOUNTING POLICIES (CONTINUED)

1.15 FAIR VALUE ESTIMATION

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial instruments traded in active markets (such as publicly traded securities and derivatives) is based on quoted market prices at the reporting date. The quoted market price used for financial instruments is the last traded market price for both financial assets and financial liabilities where the last traded price falls within the bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, management will determine the point within the bid-ask spread that is most representative of fair value current bid price. The fair value of financial instruments that are not traded in an active market is determined using valuation techniques commonly used by market participants, including the use of comparable recent arm's length transactions, discounted cash flow analysis and option pricing models.

1.16 FOREIGN CURRENCY TRANSLATION

The functional currency of the Company is GBP. Transactions in foreign currencies are recorded at the appropriate exchange rate prevailing at the date of the transaction. Foreign currency monetary balances at the reporting date are converted at the prevailing exchange rate. Foreign currency non-monetary balances carried at fair value or cost are translated at the rates prevailing at the date when the fair value or cost is determined. Gains and losses arising on retranslation are taken to the Income Statement.

1.17 PENSIONS

The Company provides employees of Group undertakings with retirement benefits and until the 1 July 2021 was the sponsoring company for the Group's defined benefit scheme. The assets of the scheme are held separately from the Company's general assets and trustee administered funds.

Defined benefit obligations and the cost of providing benefits are determined annually by independent qualified actuaries using the projected unit credit method. The obligation is measured as the present value of the estimated future cash outflows using a discount rate based on AA rated corporate bond yields of appropriate duration. The resulting surplus or deficit of defined benefit assets less liabilities is recognised in the Statement of Financial Position, net of any taxes that would be deducted at source.

Normal contributions to the defined benefit scheme are expensed in a subsidiary of the Group as they become payable, in accordance with the rules of the scheme.

During the year the pension was transferred to its subsidiary JHAUKL and the Company was replaced as the principal employer of the scheme. The Company became the guarantor for the scheme at this time (see note 21)

1.18 ORDINARY SHARE CAPITAL

The Company's ordinary shares of 12.5 pence each are classified as equity instruments. Shares issued by the Company are recorded at the fair value of the proceeds received or the market price on the day of issue. Direct issue costs, net of tax, are deducted from equity through share premium.

1.19 DIVIDEND RECOGNITION

Dividend distributions to the Company's shareholders are recognised in the accounting period in which the dividends are declared as a deduction from equity.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

**2. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION
UNCERTAINTY**

In the process of applying the Company's accounting policies, management has made the below significant judgements involving estimations and assumptions which are summarised below:

Interest in structured entities

Interests in structured entities are treated as subsidiaries on the basis of control. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with an entity and has the ability to affect those returns through its power over the entity.

Share-based payment transactions

The Company measures the cost of equity-settled share schemes at fair value at the date of grant and expenses them over the vesting period based on the Company's estimate of shares that will eventually vest.

Impairment of investments

Investments are reviewed for impairment at each reporting date or more frequently if there are indicators that the carrying value is impaired. Management also exercises judgement in determining whether a decrease in the value of an asset meets the prolonged or significant tests.

Pension and other post-employment benefits

The costs of, and period end obligations under, defined benefit pension schemes are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future pension increases. Due to the long-term nature of these schemes, such estimates are subject to significant uncertainty. The Company transferred the defined benefit pension scheme to JHAUKL on 1 July 2021, further details are given in note 13.

Provisions

By their nature, provisions often reflect significant levels of judgement or estimates by management.

Fair value estimation

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial instruments traded in active markets (such as publicly traded securities and derivatives) is based on quoted market prices at the reporting date. The quoted market price used for financial instruments is the last traded market price for both financial assets and financial liabilities where the last traded price falls within the bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, management will determine the point within the bid-ask spread that is most representative of fair value current bid price. The fair value of financial instruments that are not traded in an active market is determined using valuation techniques commonly used by market participants, including the use of comparable recent arm's length transactions, discounted cash flow analysis and option pricing models.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

3. DIVIDENDS RECEIVED FROM SUBSIDIARY UNDERTAKINGS

Dividends received from the Company's direct subsidiaries were as follows:

	2021 £m	2020 £m
Henderson Global Investors (Holdings) Limited - Interim dividend (Dividend in specie satisfied by transfer of the entire share capital of JHAUKL, JHIUKL, JHFMUKL, HEPL and HPCNL - approved on 7 June 2021, satisfied on 1 July 2021)	391.4	30.0
Henderson Global Investors (Holdings) Limited	85.0	-
Janus Henderson Investors UK Limited	80.0	-
Janus Henderson Fund Management UK Limited	50.0	-
Janus Henderson Administration UK Limited	20.0	-
Janus Henderson Global Equity Income Fund	0.9	0.3
Janus Henderson Global Fixed Interest Total Return Fund	0.4	1.1
Janus Henderson High Yield Bond Fund	0.3	-
Henderson Horizon Global Equity Income Fund*	-	-
HGI (Investment) Limited*	-	-
Janus Henderson Horizon Pan European Dividend Income Fund	-	0.1
Henderson Horizon Strategic Bond Fund*	-	-
Janus Henderson International Small Cap Fund	-	0.1
Janus Henderson Absolute Return Fixed Income Fund	-	0.1
	628.0	31.7

*The dividends received from each of these subsidiaries were less than £0.1m for the year.

As the dividend in specie received during the year relates to investments which are not readily convertible to cash, they are deemed unrealised and initially recognised in other comprehensive income. To the extent that there are subsequent impairments of the Company's investment in the distributing subsidiary as a result of these dividends, this dividend income becomes realised and is transferred to the income statement. During the year, dividend income of £391.4m was transferred out of other comprehensive income and into the income statement.

4. ADMINISTRATIVE INCOME/(EXPENSES)

The administrative (expenses)/income comprise:

	2021 £m	2020 £m
Foreign exchange differences	1.6	(0.7)
Salaries and wages (including share-based payments) (Note 6)	0.1	0.4
	1.7	(0.3)

**JANUS HENDERSON UK (HOLDINGS)
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5. AUDITORS' REMUNERATION

Auditors' remuneration of £27,200 (2020: £31,000) in respect of the audit of the Company's financial statements is borne by a fellow Group undertaking.

In relation to the Company's direct and indirect subsidiaries, auditors' remuneration of £313,800 (2020: £588,400), in respect of statutory audit fees was also borne by a fellow Group undertaking.

6. EMPLOYEES

Staff costs were as follows:

	2021 £m	2020 £m
Staff costs	-	0.4
	<u>-</u>	<u>0.4</u>

Certain employees of the Company are members of the Group's share plans. The share-based payment charge relating to these plans have been charged to the Company. Further details of the Group's share plans are set out in the Annual Report and Accounts of Janus Henderson Group plc which can be obtained from its registered office as set out in note 23.

The average monthly number of employees, including the Directors, during the year was as follows:

	2021 No.	2020 No.
Corporate	3	2

7. DIRECTORS' REMUNERATION

The Directors of the Company were employed and remunerated as directors and executives of the Group in respect of their services to the Group as a whole. The Directors believe that it is not practicable to apportion part of their remuneration to the services as Directors of the Company.

Total emoluments for the Directors of the Company is presented as follows:

	2021 £m	2020 £m
Total emoluments to Company Directors	5.9	2.0
Emoluments paid to highest paid Director	3.7	1.8

Emoluments comprise salaries, bonuses and other employee benefits.

**JANUS HENDERSON UK (HOLDINGS)
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FOR THE YEAR ENDED 31 DECEMBER 2021**

7. DIRECTORS' REMUNERATION (continued)

The number of Directors accruing benefits under pension schemes during the year was:

	2021 No.	2020 No.
Money Purchase Pension Scheme	3.0	2.0

During the year none of the Directors of the Company exercised share options (2020: one). One Director of the Company received shares under the Group's long term incentive schemes (2020: two).

The highest paid Director of the Company was not awarded shares under the Group's long term incentive schemes and did not exercise options during 2021 and 2020.

8. FINANCE INCOME

	2021 £m	2020 £m
Net gain on financial assets	18.0	0.3
Interest on net retirement benefit asset	0.6	2.9
Interest receivable on balances due from Group undertakings	0.3	1.5
	18.9	4.7

9. FINANCE EXPENSES

	2021 £m	2020 £m
Interest payable on balances due to Group undertakings	0.1	0.1
Net loss on financial instruments carried at fair value	15.0	4.3
	15.1	4.4

**JANUS HENDERSON UK (HOLDINGS)
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

10. TAX ON (LOSS)/PROFIT

	2021 £m	2020 £m
CURRENT TAX		
Charge for the year	-	-
Adjustments in respect of previous periods	(0.1)	(2.2)
TOTAL CURRENT TAX	(0.1)	(2.2)
DEFERRED TAX		
Credit for the year	0.3	0.3
Effect of change in statutory tax rate	-	(0.2)
Adjustments in respect of prior periods	-	-
TOTAL DEFERRED TAX	0.3	0.1
TOTAL TAX CHARGED/(CREDITED) TO THE INCOME STATEMENT	0.2	(2.1)

FACTORS AFFECTING TAX CREDIT FOR THE YEAR

The UK corporation tax rate applicable for the year is 19.00% (2020: 19.00%). The tax assessed to the Company for the year is higher (2020: lower) than the standard rate of corporation tax in the UK. The differences are explained below:

	2021 £m	2020 £m
(Loss)/Profit before tax	(300.1)	32.3
Tax (Credit)/charge at the UK corporation tax rate of 19.00% (2020: 19.00%)	(57.0)	6.1
EFFECTS OF:		
Expenses not deductible for tax purposes	177.3	-
Non taxable income	(119.1)	(6.3)
Compensation related adjustments	(0.1)	(0.3)
Changes in statutory tax rates	-	(0.2)
Group relief (claimed)/surrendered for nil consideration	(0.8)	0.3
Benefit of current tax losses not recognised	-	0.5
Adjustments in respect of prior periods	(0.1)	(2.2)
TOTAL TAX CHARGED/(CREDITED) TO THE INCOME STATEMENT	0.2	(2.1)

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10. TAX ON (LOSS)/PROFIT (CONTINUED)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021. The 25% rate has been used to value deferred tax balances as this was the enacted rate at the balance sheet date. However, if a deferred tax balance is expected to reverse before 1 April 2023, a 19% rate has been used to value the deferred tax balance.

11. INVESTMENTS

	Investments in subsidiary companies £m	Investments in seed companies £m	Total £m
COST OR VALUATION			
At 1 January 2021	1,229.4	74.7	1,304.1
Additions	391.4	26.6	417.9
Disposals	(1,015.6)	(26.9)	(1,042.4)
At 31 December 2021	605.2	74.4	679.6
IMPAIRMENT			
At 1 January 2021	167.2	-	167.2
Charge for the year	930.2	-	930.2
Disposal	(930.2)	-	(930.2)
At 31 December 2021	167.2	-	167.2
NET BOOK VALUE			
At 31 December 2021	438.0	74.4	512.4
At 31 December 2020	1,062.2	74.7	1,136.9

On 1 July 2021 as part of the Reorganisation of the UK and EEA regulatory group the Company acquired the entire issued share capital of JHAUKL, JHFMUKL, JHIUKL, HEPL and HPCNL in satisfaction of an interim dividend in specie received from its direct subsidiary Henderson Global Investors (Holdings) Limited ("HGI(H)L") with a total value of £391.4m – see note 3. The Company subsequently declared an interim dividend in specie payable to the sole shareholder JHG Plc, which was satisfied by the transfer of the entire share capital of HGI(H)L – see note 20.

As a result of the reorganisation, following receipt of the interim dividend from HGI(H)L the Company impaired its investment in HGI(H)L. Impairment reviews were performed by applying a multiple to the Company's operating subsidiaries EBITDA or performing a discounted cash flow analysis and by reviewing the net asset value of holding companies. As a result of this impairment the Company's investment in HGI(H)L was reduced by £930.2m to carrying value of £85.3m.

**JANUS HENDERSON UK (HOLDINGS)
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11. INVESTMENTS (CONTINUED)

In the opinion of the Directors, the aggregate value of the shares in subsidiaries is not less than the amount at which they are stated in the Statement of Financial Position. Where events or changes in circumstances indicate that the carrying amount of investments may not have been recoverable an impairment review is carried out by the Directors of the Company. No events have been identified which indicated that the carrying value of the investments held were below the recoverable amounts.

SUBSIDIARY UNDERTAKINGS

The following were subsidiary undertakings (direct* and indirect) of the Company as at 31 December 2021:

Name	Registered office	Principal activity	Functional currency	2021 Holding	2020 Holding
Alphagen Capital Limited	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	0%	100%
G.I.L. Nominees Limited	KPMG LLP, 15 Canada Square, London, E14 5GL	Company in liquidation	GBP	0%	100%
Gartmore Group Limited	Maples Corporate Services Ltd, PO Box 309, Ugland House, Grand Cayman, Cayman Islands	Holding company	GBP	0%	100%
Gartmore Investment Limited	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	0%	100%
Gartmore Investment Management Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Gartmore Investment Services Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Gartmore Services Limited	5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR	Professional services	GBP	0%	100%
Geneva Capital Management LLC	151 Detroit Street, Denver CO 80206, United States	Investment management services	USD	0%	100%
Janus Henderson Administration UK Limited (formerly Henderson Administration Limited*)	201 Bishopsgate, London, EC2M 3AE	Administrative services	GBP	100%	100%
Henderson Alternative Investment Advisor Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Henderson Asia Pacific Equity Partner II L.P (HAPEP II)	5th floor, 37 Esplanade, St Helier, Jersey, JE1 2TR	Partnership for making, monitoring and realising investments	USD	0%	45%

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11. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Registered office	Principal activity	Functional currency	2021 Holding	2020 Holding
Henderson Asset Management Limited	201 Bishopsgate, London, EC2M 3AE	Property management	GBP	0%	100%
Henderson Equity Holdings LLC	151 Detroit Street, Denver CO 80206, United States	Holding company	USD	0%	100%
Henderson Equity Partners (GP) Limited	50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ	General Partner	GBP	100%	100%
Henderson Equity Partners India Private Limited	c/o Budraja Adlakha & Co, 5/31 W.E.A Karol Bagh, New Delhi, 110 005 India	Company in liquidation	INR	100%	100%
Henderson Equity Partners Jersey (GP) Limited*	5th floor, 37 Esplanade, St Heller, Jersey, JE1 2TR	General Partner	GBP	0%	100%
Henderson Equity Partners Limited*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%	100%
Henderson Fund Management Limited	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	0%	100%
Henderson Global Investors (Holdings) Limited*	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Henderson Global Investors (International Holdings) BV	Gustav Mahlerlaan 1212, 1081LA, Amsterdam, Netherlands	Holding company	EUR	0%	100%
Henderson Global Investors (North America) Inc	151 Detroit Street, Denver CO 80206, United States	Investment management services	USD	0%	100%
Henderson Global Investors Asset Management Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Henderson Global Investors BV	Gustav Mahlerlaan 1212, 1081LA, Amsterdam, Netherlands	Marketing services	EUR	0%	100%

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11. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Registered office	Principal activity	Functional currency	2021 Holding	2020 Holding
Henderson Global Investors Equity Planing Inc	151 Detroit Street, Denver CO 80206 , United States	Investment management services	USD	0%	100%
Henderson Global Investors Geneva (Luxembourg) Finance SA	2 Rue de Bitbourg, L- 1273 Luxembourg, Grand Duchy of Luxembourg	Group financing	USD	0%	100%
Henderson Global Investors Geneva Finance Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	USD	0%	100%
Janus Henderson Investors UK Limited (formerly Henderson Global Investors Limited)*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%	100%
Henderson Holdings Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Henderson International GP LLC	151 Detroit Street, Denver CO 80206 , United States	General Partner	USD	0%	100%
Henderson International Inc	151 Detroit Street, Denver CO 80206 , United States	Holding company	USD	0%	100%
Janus Henderson Fund Management UK Limited (formerly Henderson Investment Funds Limited)*	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	100%	100%
Henderson Investment Management Limited	KPMG LLP, 15 Canada Square, London, E14 5GL	Company in liquidation	GBP	0%	100%
Henderson Nominees Limited	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	100%	100%
Janus Henderson Secretarial Services UK Limited	201 Bishopsgate, London, EC2M 3AE	Company secretarial services	GBP	100%	100%
Henderson Unit Trusts Limited	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	0%	100%

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11. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Registered office	Principal activity	Functional currency	2021 Holding	2020 Holding
HEP (GP) Limited	201 Bishopsgate, London, EC2M 3AE	General Partner	GBP	0%	100%
HEP Mauritius Limited	Les Cascades Building, Edith Cavell Street, Port Louis, Republic of Mauritius	Investment holding company	USD	0%	45 %
HGI (Investments) Limited*	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	0%	100%
HGP2 Limited	50 Lothian Road, Fesitval Square, Edinburgh, EH3 9WJ	General Partner	GBP	100%	100%
HPC Nominees Limited	201 Bishopsgate, London, EC2M 3AE	Dormant company	GBP	0%	100%
Janus Henderson Absolute Return Fixed Income Fund	201 Bishopsgate, London, EC2M 3AE	Investment entity	GBP	0%	31%
Janus Henderson Global Equity Income Fund	Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia	Investment entity	AUD	68.5%	85%
Janus Henderson Global Fixed Interest Total Return Fund	Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia	Investment entity	AUD	0%	85.5%
Janus Henderson Global Investors (Schweiz) AG	Dreikönigstrasse 12, 8002, Zurich, Switzerland	Marketing services	CHF	0%	100%
Janus Henderson Horizon Biotechnology Fund	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	0%	35.9%
Janus Henderson Horizon Global Equity Income Fund (Europe & US)	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	21.3%	61.5%

**JANUS HENDERSON UK (HOLDINGS)
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11. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Registered office	Principal activity	Functional currency	2021 Holding	2020 Holding
Janus Henderson Horizon Global Natural Resources	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	61.5%	81.2%
Janus Henderson Horizon Global Smaller Companies Fund	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	GBP	99.6%	100%
Janus Henderson Horizon Pan European Dividend Income	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	EUR	0%	100%
Janus Henderson Global Technology Dolar Fundo De Investimento De Acoes No Exterior	501 Praia de Botafogo, 5th floor, Rio de Janeiro, Brazil	Investment entity	BRL	96.5%	100%
Janus Henderson Global High Yield Bond Fund	201 Bishopsgate, London EC2M 3AE	Investment entity	GBP	97.8%	100%
Janus Henderson Horizon US Sustainable Equity Fund	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	100.0%	0%
Janus Henderson Horizon Sustainable Future Technologies Fund	2 Rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg	Investment entity	USD	18.3%	0%
Janus Henderson Sustainable Future Technologies Fund	201 Bishopsgate, London EC2M 3AE	Investment entity	GBP	60.4%	0%
Janus Henderson Global Sustainable Equity Fund	201 Bishopsgate, London EC2M 3AE	Investment entity	GBP	87.2%	0%
Janus Henderson Investment Consulting (Beijing) Limited	Unit 2401-15, 24F China World Tower 2, 1 Jianguomenwai Avenue, Chaoyang District, Beijing, 100004, China	Investment management services	CNY	0%	100%
Janus Henderson Investors (Australia) Funds Management Limited	Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia	Investment management services	AUD	0%	100%

**JANUS HENDERSON UK (HOLDINGS)
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11. INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Registered office	Principal activity	Functional currency	2021 Holding	2020 Holding
Janus Henderson Investors (Australia) Institutional Funds Management Limited	Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia	Investment management services	AUD	0%	100%
Janus Henderson Investors (Australia) Limited	Level 36, Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia	Administrative services	AUD	0%	100%
Janus Henderson Investors (Japan) Limited	27F Marunouchi Kitaguchi Building, 1-6-5, Marunouchi, Chiyoda-ku, Tokyo, 100-0005, Japan	Investment management services	JPY	0%	100%
New Star Asset Management (Bermuda) Limited	2 Church Street, Hamilton, HM 11, Bermuda	Investment management services	GBP	0%	100%
New Star Asset Management Group Limited	201 Bishopsgate, London, EC2M 3AE	Holding company	GBP	0%	100%
Optimum Investment Management Limited	201 Bishopsgate, London, EC2M 3AE	Investment management services	GBP	0%	100%
UKFP (Asia) Nominees Limited	PO Box 438 Beaufort House, Road Town, Tortola, British Virgin Islands	Dormant company	HKD	0%	100%

**JANUS HENDERSON UK (HOLDINGS)
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12. DEFERRED TAX ASSET

Deferred tax assets recognised and movements therein are as follows:	2021	2020
	£m	£m
At 1 January	1.7	1.7
Charge to the Income Statement	(0.3)	-
Credit to SOCIE	0.1	-
Temporary difference (transfer of approved pension scheme)	(0.7)	-
At 31 December	0.8	1.7

Deferred tax assets in the above summary represent deferred tax assets in relation to compensation plans of £0.8m.

In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021. The 25% rate has been used to value deferred tax balances as this was the enacted rate at the balance sheet date. However, if a deferred tax balance is expected to reverse before 1 April 2023, a 19% rate has been used to value the deferred tax balance.

13. RETIREMENT BENEFIT ASSETS

The Company operated a Defined Benefit Pension Scheme until it was transferred to a subsidiary undertaking on 1 July 2021.

The main defined benefit pension plan sponsored by the Group is the defined benefit section of the Janus Henderson Group UK Pension Scheme ("JHGPS" or the "Plan"), previously the Henderson Group Pension Scheme, which closed to new members on 15 November 1999. The Company was the sponsor and principal employer of the JHGPS and the participating company was JHAUKL. With effect from the 1 July 2021 JHAUKL became the sponsor and principal employer of the JHGPS, and the Company became the guarantor of the JHGPS under which the Company guaranteed the obligations of JHAUKL and Janus Henderson Investors (Singapore) Limited to the scheme. The net pension scheme assets were transferred to the JHAUKL from Company at their carrying value on the 30 June 2021.

The appointed investment manager for the final salary scheme is JHIUKL. The JHGPS is funded by contributions to a separately administered fund. The actuarial advisers to the JHGPS are Towers Watson.

Benefits in the JHGPS are based on service and final salary. The plan is approved by HMRC for tax purposes, and is operated separately from the Group and managed by an independent Trustee board. The Trustee is responsible for payment of the benefits and management of the JHGPS assets.

The JHGPS is subject to UK regulations, which require the Group and Trustee to agree a funding strategy and contribution schedule for the scheme. The most up-to-date valuation of the JHGPS scheme resulted in a surplus position on the technical provisions basis.

The valuation of the JHGPS under IAS 19 Employee Benefits is based on full membership data as at 31 December 2020 and updated to the accounting date by an independent actuary in accordance with IAS19.

As with the vast majority of similar arrangements in the United Kingdom, the Group ultimately underwrites the risks relating to these defined benefit plans. These risks include investment risks and demographic risks, such as the risk of members living longer than expected.

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13. RETIREMENT BENEFIT ASSETS (CONTINUED)

The JHGPS contains a money purchase section ("MPS") which operates in a similar way to a defined contribution plan, but also provides for a minimum benefit to members of the JHGPS pensioners if the investment performance of their MPS investments falls below defined thresholds. The minimum benefit is referred to as a reference scheme test ("RST") underpin. The RST underpin serves as a defined benefit guarantee in the case that investment returns of the MPS do not meet statutorily defined returns. As the MPS is providing a defined benefit in the form of the RST underpin, disclosure of the related plan assets and liabilities are made on a gross basis, similar to that of a defined benefit plan and are included in the plan assets and benefit obligations of the retirement benefit asset.

On 5 September 2019 JHGPS and Scottish Widows Limited ('SWL') entered into a pension buy-in agreement (the 'agreement'). The agreement provides JHGPS a monthly contractual payment stream from SWL to satisfy pension obligations payable to approximately one-third of total plan participants receiving benefits from JHGPS as of 31 December 2019. The agreement does not relieve JHGPS or JHG (as plan sponsor) of the primary responsibility for the pension obligation. JHGPS paid a premium of approximately £328m for the agreement and it was recorded at fair value as a plan asset of JHGPS.

Reconciliation of present value of plan liabilities:

	2021 £m	2020 £m
At 1 January	747.4	631.0
Current service cost	0.5	0.7
Interest cost	4.9	11.0
Actuarial loss arising from experience	11.5	19.1
Actuarial loss arising from the demographic assumptions	-	3.0
Actuarial (gain)/loss arising from changes in financial assumptions	(58.1)	120.1
Benefits paid	(15.6)	(37.5)
Transfer of plan liabilities to Janus Henderson Administration UK Limited	(690.6)	-
AT THE END OF THE YEAR	-	747.4

Reconciliation of present value of plan assets:

	2021 £m	2020 £m
At 1 January	854.1	766.9
Interest credit	5.5	13.9
Contributions	0.8	1.6
Benefits paid	(15.6)	(37.5)
Administration costs	(1.1)	(2.1)
Actuarial (loss)/gain from scheme assets	(45.8)	111.3
Transfer of plan assets to Janus Henderson Administration UK Limited	(797.9)	-
AT THE END OF THE YEAR	-	854.1

**JANUS HENDERSON UK (HOLDINGS)
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13. RETIREMENT BENEFIT ASSETS (CONTINUED)

Composition of plan assets:

	2021 £m	2020 £m
Growth portfolio - diversified growth	-	197.8
Bond assets	-	354.0
Buy-in asset	-	284.2
Cash and cash equivalents	-	18.1
TOTAL PLAN ASSETS	-	854.1

Net retirement benefit assets recognised in the Statement of Financial Position

	2021 £m	2020 £m
Fair value of plan assets	-	854.1
Present value of plan liabilities	-	(747.4)
Tax at source	-	-
NET PENSION SCHEME ASSET	-	106.7

Actuarial gains and losses recognised in the Statement of Comprehensive Income

	2021 £m	2020 £m
Actuarial gains/(losses)	1.0	(31.0)
Tax at source	-	8.2
Net gain/(loss) recognised in the Statement of Comprehensive Income	1.0	(22.8)

	2021 % per annum	2020 % per annum
Discount rate	1.9	1.3
Rate of increase in pensionable salaries	2.5	2.5
Inflation (RPI)	3.2	2.9
Inflation (CPI)	2.5	2.2

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
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13. RETIREMENT BENEFIT ASSETS (CONTINUED)

	Years	Years
Male currently aged 60	28.4	28.4
Female currently aged 60	29.4	29.4
Male aged 60 in 15 years	29.4	29.4
Female aged 60 in 15 years	30.6	30.6

14. TRADE AND OTHER RECEIVABLES

	2021 £m	2020 £m
Amounts owed by Group undertakings	48.8	-
Loans owed by Group undertakings	-	150.5
Other debtors	18.5	7.8
	<u>67.3</u>	<u>158.3</u>

Amounts owed by Group undertakings are repayable on demand and are interest free.

Loans owed by Group undertakings are repayable on demand and accrue interest at a 6 month LIBOR rate plus a fixed percentage.

15. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2021 £m	2020 £m
Financial assets at fair value through profit or loss		
Balance at 1 January	4.7	31.4
Reclassified from investments in subsidiary companies	-	3.8
Fair value movements and net settlements	3.0	0.7
Additions	77.5	-
Redemptions	(3.8)	(31.2)
Reclassified to financial liabilities at fair value through profit or loss	-	-
MARKET VALUE	<u>81.4</u>	<u>4.7</u>

**JANUS HENDERSON UK (HOLDINGS)
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**NOTES TO THE FINANCIAL STATEMENTS
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16. CASH

	2021	2020
	£m	£m
Cash at bank	10.4	13.3
	10.4	13.3

17. TRADE AND OTHER PAYABLES

	2021	2020
	£m	£m
Amounts owed to Group undertakings	131.9	461.7
Other Creditors	3.2	3.4
Accruals and deferred income	1.4	0.9
	136.5	466.0

Amounts owed by Group undertakings are repayable on demand and are interest free.

18. ORDINARY SHARE CAPITAL

	2021	2020
	£m	£m
Allotted, called up and fully paid		
8 (2020: 8) Ordinary shares of £0.125 each	-	-
	-	-

On 19 May 2021 the Company's capital contribution reserve of £473,018,099.95 was capitalised by allotting and issuing 4 new ordinary shares of £0.125 each to Henderson Holdings Group Limited ("HHGL"). This resulted in additional share capital of £0.50 and share premium of £473,018,099.45.

On 19 May 2021 upon recommendation from the Board, the shareholder approved the reduction of the Company's share capital from £1.50 to £1 by cancelling and extinguishing 4 of the issued ordinary shares of £0.125 each. In addition, upon recommendation from the Board, the shareholder of the Company also approved the cancellation of the Company's entire share premium in the amount of £473,018,099.45 (together the "Capital Reduction"). The amount by which the share capital and share premium were reduced was credited to the profit and loss account. The Capital Reduction was registered with Companies House on 27 May 2021.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
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19. RESERVES**Share premium account**

Share premium records the difference between the nominal value of shares issued and the full value of the consideration received or the market price on the day of issue.

Profit and loss account

The profit and loss account comprises

- results recognised through the Income Statement;
- actuarial gains and losses recognised in the Statement of Comprehensive Income, net of tax deducted at source; and
- dividends paid to equity shareholders.

20. DIVIDENDS PAID

The following dividends were paid to the Company's sole member, Henderson Holdings Group Limited ("HHGL"), during the period:

	2021 £m	2020 £m
Interim dividend (from Company's profits available for distribution approved on 07 June 2021)	35.5	-

The following dividends were paid to the Company's immediate parent, Janus Henderson Group plc, during the period:

Interim dividend (Dividend in Specie satisfied by the transfer of the entire share capital of Henderson Global Investors (Holdings) Limited to Janus Henderson Group PLC - approved on 7 June 2021 and satisfied on 1 July 2021)	85.3	-
Interim Dividend (£0.035 per share approved on 21 October 2020)	-	30.0

120.8	30.0
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21. CONTINGENT LIABILITIES AND GUARANTEES

In the normal course of business, the Group is exposed to certain legal or tax matters, which could involve litigation and arbitration, and may result in contingent liabilities. The Directors are not aware of any contingent liabilities requiring disclosure in these financial statements as at 31 December 2021 or 2020 other than the following matter:

On 1 July 2021 the Company entered into a guarantee (the "Guarantee") in favour of the trustee of the Janus Henderson Group UK Pension Scheme (the "Scheme"), Janus Henderson Group Pension Trustees Limited (the "Trustee"). Under the Guarantee, the Company (i) guaranteed as principal obligor to the Trustee punctual performance by each of Janus Henderson Administration UK Limited and Janus Henderson Investors (Singapore) Limited of their obligations to make payments to the Scheme; and (ii) indemnified the Trustee against any cost, loss or liability suffered or incurred by the Trustee if any payment obligation guaranteed by the Guarantor becomes unenforceable, invalid or illegal.

**JANUS HENDERSON UK (HOLDINGS)
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS
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22. EVENTS AFTER THE END OF THE REPORTING PERIOD

On 24 February 2022, the Directors approved the payment of an interim dividend of £130,000,000.

The Board of Directors is not aware of, as at 9 June 2022, being the date the financial statements were approved, any other information concerning significant conditions in existence at the reporting date, which have not been reflected in the financial statements as presented.

23. CONTROLLING PARTY

The Company's immediate and ultimate parent undertaking and controlling party is Janus Henderson Group plc, a company incorporated in Jersey which is the parent undertaking of the smallest and largest group to consolidate these financial statements. A copy of the Group's Annual Report and Accounts for the year ended 31 December 2021 can be obtained from its registered office at 13 Castle Street, St Helier, Jersey, JE1 1ES or its website, www.janushenderson.com.