Third Quarter 2022 Results – SEC 10-Q

31 October 2022

Janus Henderson Group plc (NYSE: JHG; ASX:JHG; 'Janus Henderson') today published its "10-Q" form as prescribed by the Securities and Exchange Commission for the quarterly period ended 30 September 2022.

A copy of the of the form as filed is included below.

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Authorised for release by:
Michelle Rosenberg, Company Secretary

Investor enquiries

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About Janus Henderson

Janus Henderson Group is a leading global active asset manager dedicated to helping investors achieve long-term financial goals through a broad range of investment solutions, including equities, fixed income, multi-asset, and alternative asset class strategies.

At 30 September 2022, Janus Henderson had approximately US$275 billion in assets under management, more than 2,000 employees, and offices in 23 cities worldwide. Headquartered in London, the company is listed on the NYSE and the ASX.

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2022

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

for the transition period from to

Commission File Number 001-38103

JANUS HENDERSON GROUP PLC
(Exact name of registrant as specified in its charter)

Jersey, Channel Islands (State or other jurisdiction of incorporation or organization)	**98-1376360** (I.R.S. Employer Identification No.)
201 Bishopsgate London, United Kingdom (Address of principal executive offices)	**EC2M3AE** (Zip Code)

+44 (0) 20 7818 1818
(Registrant's telephone number, including area code)

N/A
(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, $1.50 Per Share Par Value	JHG	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Company was required to file such reports), and (2) has been subject to the filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "non-accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer ☒ Accelerated Filer ☐ Non-Accelerated Filer ☐ Smaller Reporting Company ☐ Emerging Growth Company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of October 24, 2022, there were 165,657,905 shares of the Company's common stock, $1.50 par value per share, issued and outstanding.

PART I — FINANCIAL INFORMATION
Item 1. Financial Statements

JANUS HENDERSON GROUP PLC

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)
(U.S. Dollars in Millions, Except Share Data)

	September 30, 2022	December 31, 2021
ASSETS		
Current assets:		
Cash and cash equivalents	$ 1,022.9	$ 1,107.3
Investment securities	284.1	451.4
Fees and other receivables	220.5	351.6
OEIC and unit trust receivables	233.9	84.4
Assets of consolidated VIEs:		
Cash and cash equivalents	12.8	11.3
Investment securities	224.4	250.9
Other current assets	2.5	2.1
Other current assets	113.9	150.2
Total current assets	2,115.0	2,409.2
Non-current assets:		
Property, equipment and software, net	49.0	63.3
Intangible assets, net	2,425.5	2,542.7
Goodwill	1,206.0	1,341.5
Retirement benefit asset, net	135.8	165.1
Other non-current assets	192.8	180.6
Total assets	$ 6,124.1	$ 6,702.4
LIABILITIES		
Current liabilities:		
Accounts payable and accrued liabilities	$ 214.5	$ 270.8
Current portion of accrued compensation, benefits and staff costs	230.2	420.0
OEIC and unit trust payables	239.8	92.2
Liabilities of consolidated VIEs:		
Accounts payable and accrued liabilities	5.1	2.6
Total current liabilities	689.6	785.6
Non-current liabilities:		
Accrued compensation, benefits and staff costs	36.8	45.7
Long-term debt	308.2	310.4
Deferred tax liabilities, net	597.5	619.2
Retirement benefit obligations, net	3.8	4.8
Other non-current liabilities	89.3	134.4
Total liabilities	1,725.2	1,900.1
Commitments and contingencies (See Note 15)		
REDEEMABLE NONCONTROLLING INTERESTS	153.1	163.4
EQUITY		
Common stock, $1.50 par value; 480,000,000 shares authorized, and 165,657,905 and 169,046,154 shares issued and outstanding as of September 30, 2022, and December 31, 2021, respectively	248.5	253.6
Additional paid-in-capital	3,684.8	3,771.8
Treasury shares, 69,806 and 1,133,934 shares held at September 30, 2022, and December 31, 2021, respectively	(3.4)	(55.1)
Accumulated other comprehensive loss, net of tax	(747.5)	(387.0)
Retained earnings	1,060.6	1,040.2
Total shareholders' equity	4,243.0	4,623.5
Nonredeemable noncontrolling interests	2.8	15.4
Total equity	4,245.8	4,638.9
Total liabilities, redeemable noncontrolling interests and equity	$ 6,124.1	$ 6,702.4

The accompanying notes are an integral part of these condensed consolidated financial statements.

JANUS HENDERSON GROUP PLC

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)
(U.S. Dollars in Millions, Except per Share Data)

	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Revenue:				
Management fees	$ 426.2	$ 564.5	$ 1,393.8	$ 1,623.5
Performance fees	(13.2)	0.6	(25.0)	95.0
Shareowner servicing fees	54.0	67.6	172.7	192.4
Other revenue	45.9	54.7	146.9	158.9
Total revenue	512.9	687.4	1,688.4	2,069.8
Operating expenses:				
Employee compensation and benefits	142.5	166.2	452.1	533.2
Long-term incentive plans	41.1	35.0	133.2	138.3
Distribution expenses	118.7	142.1	388.3	406.8
Investment administration	12.5	13.0	37.6	38.7
Marketing	5.6	7.5	20.8	20.4
General, administrative and occupancy	64.7	65.5	210.1	194.2
Impairment of goodwill and intangible assets	-	-	-	44.4
Depreciation and amortization	7.1	9.8	24.3	30.5
Total operating expenses	392.2	439.1	1,266.4	1,406.5
Operating income	120.7	248.3	422.0	663.3
Interest expense	(3.1)	(3.2)	(9.5)	(9.6)
Investment gains (losses), net	11.0	4.7	(130.6)	8.1
Other non-operating income, net	13.9	3.6	6.7	0.8
Income before taxes	142.5	253.4	288.6	662.6
Income tax provision	(27.9)	(53.3)	(95.3)	(175.7)
Net income	114.6	200.1	193.3	486.9
Net loss (income) attributable to noncontrolling interests	(7.0)	(3.3)	114.1	0.6
Net income attributable to JHG	$ 107.6	$ 196.8	$ 307.4	$ 487.5
Earnings per share attributable to JHG common shareholders:				
Basic	$ 0.65	$ 1.15	$ 1.84	$ 2.81
Diluted	$ 0.65	$ 1.14	$ 1.84	$ 2.80
Other comprehensive income (loss), net of tax:				
Foreign currency translation losses	$ (139.2)	$ (59.6)	$ (364.0)	$ (53.1)
Actuarial gains	0.1	0.1	0.3	0.4
Other comprehensive loss, net of tax	(139.1)	(59.5)	(363.7)	(52.7)
Other comprehensive loss (income) attributable to noncontrolling interests	(20.2)	0.8	3.2	(0.2)
Other comprehensive loss attributable to JHG	$ (159.3)	$ (58.7)	$ (360.5)	$ (52.9)
Total comprehensive income (loss)	$ (24.5)	$ 140.6	$ (170.4)	$ 434.2
Total comprehensive loss (income) attributable to noncontrolling interests	(27.2)	(2.5)	117.3	0.4
Total comprehensive income (loss) attributable to JHG	$ (51.7)	$ 138.1	$ (53.1)	$ 434.6

The accompanying notes are an integral part of these condensed consolidated financial statements.

JANUS HENDERSON GROUP PLC

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
(U.S. Dollars in Millions)

	Nine months ended September 30,	
	2022	2021
CASH FLOWS PROVIDED BY (USED FOR):		
Operating activities:		
Net income	$ 193.3	$ 486.9
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	24.3	30.5
Impairment of goodwill and intangible assets	-	44.4
Deferred income taxes	9.2	24.2
Stock-based compensation plan expense	68.0	50.7
Loss on sale of Intech	9.1	-
Investment losses (gains), net	130.6	(8.1)
Contributions to pension plans in excess of costs recognized	0.3	(1.0)
Other, net	(8.3)	(7.4)
Changes in operating assets and liabilities:		
OEIC and unit trust receivables and payables	(1.8)	2.1
Other assets	114.7	(14.4)
Other accruals and liabilities	(212.1)	6.3
Net operating activities	327.3	614.2
Investing activities:		
Sales (purchases) of:		
Investment securities, net	34.8	(196.5)
Property, equipment and software	(10.3)	(5.9)
Investment securities by consolidated seeded investment products, net	21.7	(58.0)
Cash received (paid) on settled seed capital hedges, net	62.6	(12.6)
Dividends received from equity-method investments	0.5	1.1
JHG long-term note with Intech	(13.2)	-
Proceeds from sale of Intech	14.9	-
Receipt of contingent consideration payments from sale of subsidiaries	-	6.1
Net investing activities	111.0	(265.8)
Financing activities:		
Proceeds from stock-based compensation plans	3.3	10.9
Purchase of common stock for stock-based compensation plans	(106.7)	(72.1)
Purchase of common stock from Dai-ichi Life and share buyback program	(98.9)	(305.2)
Dividends paid to shareholders	(194.5)	(191.5)
Distributions to noncontrolling interests	(1.0)	(0.4)
Third-party sales (purchases) in consolidated seeded investment products, net	(16.2)	61.2
Principal payments under capital lease obligations	(1.2)	(0.3)
Net financing activities	(415.2)	(497.4)
Cash and cash equivalents:		
Effect of foreign exchange rate changes	(106.0)	(14.5)
Net change	(82.9)	(163.5)
At beginning of period	1,118.6	1,108.1
At end of period	$ 1,035.7	$ 944.6
Supplemental cash flow information:		
Cash paid for interest	$ 14.6	$ 14.6
Cash paid for income taxes, net of refunds	$ 122.1	$ 169.2
Reconciliation of cash and cash equivalents:		
Cash and cash equivalents	$ 1,022.9	$ 933.1
Cash and cash equivalents held in consolidated VIEs	12.8	11.5
Total cash and cash equivalents	$ 1,035.7	$ 944.6

The accompanying notes are an integral part of these condensed consolidated financial statements.

JANUS HENDERSON GROUP PLC

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)
(Amounts in Millions)

Three months ended September 30, 2022	Number of shares	Common stock	Additional paid-in capital	Treasury shares	Accumulated other comprehensive loss	Retained earnings	Nonredeemable noncontrolling interests	Total equity
Balance at July 1, 2022	165.7	$ 248.5	$ 3,673.6	$ (5.9)	$ (588.2)	$ 1,017.8	$ 2.8	$ 4,348.6
Net income	—	—	—	—	—	107.6	—	107.6
Other comprehensive loss	—	—	—	—	(159.3)	—	—	(159.3)
Dividends paid to shareholders ($0.39 per share)	—	—	0.1	—	—	(64.8)	—	(64.7)
Purchase of common stock for stock-based compensation plans	—	—	(9.4)	(0.3)	—	—	—	(9.7)
Vesting of stock-based compensation plans	—	—	(2.8)	2.8	—	—	—	—
Stock-based compensation plan expense	—	—	22.2	—	—	—	—	22.2
Proceeds from stock-based compensation plans	—	—	1.1	—	—	—	—	1.1
Balance at September 30, 2022	165.7	$ 248.5	$ 3,684.8	$ (3.4)	$ (747.5)	$ 1,060.6	$ 2.8	$ 4,245.8

Three months ended September 30, 2021	Number of shares	Common stock	Additional paid-in capital	Treasury shares	Accumulated other comprehensive loss	Retained earnings	Nonredeemable noncontrolling interests	Total equity
Balance at July 1, 2021	172.3	$ 258.5	$ 3,743.6	$ (67.6)	$ (309.1)	$ 976.3	$ 15.6	$ 4,617.3
Net income	—	—	—	—	—	196.8	0.1	196.9
Other comprehensive loss	—	—	—	—	(58.7)	—	—	(58.7)
Dividends paid to shareholders ($0.38 per share)	—	—	—	—	—	(64.8)	—	(64.8)
Purchase of common stock for share buyback program	(1.7)	(2.6)	—	—	—	(72.4)	—	(75.0)
Distributions to noncontrolling interests	—	—	—	—	—	—	(0.1)	(0.1)
Fair value adjustments to redeemable noncontrolling interests	—	—	—	—	—	1.0	—	1.0
Purchase of common stock for stock-based compensation plans	—	—	0.5	(0.6)	—	—	—	(0.1)
Vesting of stock-based compensation plans	—	—	(10.1)	10.1	—	—	—	—
Stock-based compensation plan expense	—	—	16.0	—	—	—	—	16.0
Proceeds from stock-based compensation plans	—	—	5.4	—	—	—	—	5.4
Balance at September 30, 2021	170.6	$ 255.9	$ 3,755.4	$ (58.1)	$ (367.8)	$ 1,036.9	$ 15.6	$ 4,637.9

The accompanying notes are an integral part of these condensed consolidated financial statements.

JANUS HENDERSON GROUP PLC

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)
(Amounts in Millions)

Nine months ended September 30, 2022	Number of shares	Common stock	Additional paid-in capital	Treasury shares	Accumulated other comprehensive loss	Retained earnings	Nonredeemable noncontrolling interests	Total equity
Balance at January 1, 2022	169.0	$ 253.6	$ 3,771.8	$ (55.1)	$ (387.0)	$ 1,040.2	$ 15.4	$ 4,638.9
Net income	—	—	—	—	—	307.4	—	307.4
Other comprehensive loss	—	—	—	—	(360.5)	—	—	(360.5)
Dividends paid to shareholders ($1.16 per share)	—	—	0.1	—	—	(194.6)	—	(194.5)
Purchase of common stock from share buyback program	(3.3)	(5.1)	—	—	—	(93.8)	—	(98.9)
Distributions to noncontrolling interests	—	—	—	—	—	—	(1.0)	(1.0)
Sale of Intech	—	—	—	—	—	—	(11.6)	(11.6)
Fair value adjustments to redeemable noncontrolling interests	—	—	—	—	—	1.4	—	1.4
Purchase of common stock for stock-based compensation plans	—	—	(105.8)	(0.9)	—	—	—	(106.7)
Vesting of stock-based compensation plans	—	—	(52.6)	52.6	—	—	—	—
Stock-based compensation plan expense	—	—	68.0	—	—	—	—	68.0
Proceeds from stock-based compensation plans	—	—	3.3	—	—	—	—	3.3
Balance at September 30, 2022	165.7	$ 248.5	$ 3,684.8	$ (3.4)	$ (747.5)	$ 1,060.6	$ 2.8	$ 4,245.8

Nine months ended September 30, 2021	Number of shares	Common stock	Additional paid-in capital	Treasury shares	Accumulated other comprehensive loss	Retained earnings	Nonredeemable noncontrolling interests	Total equity
Balance at January 1, 2021	180.4	$ 270.6	$ 3,815.0	$ (107.3)	$ (314.9)	$ 1,030.8	$ 17.4	$ 4,711.6
Net income	—	—	—	—	—	487.5	(1.4)	486.1
Other comprehensive loss	—	—	—	—	(52.9)	—	—	(52.9)
Dividends paid to shareholders ($1.12 per share)	—	—	0.1	—	—	(191.6)	—	(191.5)
Purchase of common stock from Dai-ichi Life and share buyback program	(9.8)	(14.7)	—	—	—	(290.5)	—	(305.2)
Distributions to noncontrolling interests	—	—	—	—	—	—	(0.4)	(0.4)
Fair value adjustments to redeemable noncontrolling interests	—	—	—	—	—	0.7	—	0.7
Purchase of common stock for stock-based compensation plans	—	—	(70.9)	(1.2)	—	—	—	(72.1)
Vesting of stock-based compensation plans	—	—	(50.4)	50.4	—	—	—	—
Stock-based compensation plan expense	—	—	50.7	—	—	—	—	50.7
Proceeds from stock-based compensation plans	—	—	10.9	—	—	—	—	10.9
Balance at September 30, 2021	170.6	$ 255.9	$ 3,755.4	$ (58.1)	$ (367.8)	$ 1,036.9	$ 15.6	$ 4,637.9

The accompanying notes are an integral part of these condensed consolidated financial statements.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Note 1 — Basis of Presentation and Significant Accounting Policies

Basis of Presentation

In the opinion of management of Janus Henderson Group plc ("JHG," "the Company," "we," "us," "our" and similar terms), the accompanying unaudited condensed consolidated financial statements contain all normal recurring adjustments necessary to fairly state our financial position, results of operations and cash flows in accordance with accounting principles generally accepted in the United States of America ("GAAP"). Such financial statements have been prepared in accordance with the instructions to Form 10-Q pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). Certain information and footnote disclosures normally included in annual financial statements prepared in accordance with GAAP are not required for interim reporting purposes and have been condensed or omitted pursuant to such rules and regulations. These financial statements should be read in conjunction with the annual consolidated financial statements and notes presented in our Annual Report on Form 10-K for the year ended December 31, 2021. Events subsequent to the balance sheet date have been evaluated for inclusion in the accompanying financial statements through the issuance date.

Revision of Previously Issued Financial Statements

We identified errors in our previously issued 2021 and 2020 financial statements and interim 2022 financial statements. We determined that the errors, individually and in the aggregate, did not result in a material misstatement to our previously issued consolidated financial statements, however, correcting the errors in the 2022 financial statements would create a material error in the 2022 financial statements and therefore, we have corrected these errors by revising the prior period amounts included in certain Consolidated Balance Sheets, Consolidated Statements of Comprehensive Income, Consolidated Statements of Cash Flows, Consolidated Statements of Changes in Equity, and related footnote disclosures.

In the first quarter 2020 we recognized a $123.5 million goodwill impairment expense. Subsequent to the first quarter 2020, we identified a $32.8 million accounting error in which we did not consider the incremental impairment charge related to the tax-deductible goodwill. We corrected this error in the first quarter 2022 as an out-of-period adjustment. In conjunction with the preparation of the third quarter 2022 financial statements, certain additional unrelated immaterial errors were identified related to prior periods.

The following tables present line items for prior period financial statements that have been affected by the revision. For these line items, the tables detail the amounts as previously reported, the impact upon those line items due to the revisions, and the amounts as currently revised within the financial statements. The impact of the revisions on the Consolidated Balance Sheets as of March 31, 2022 and June 30, 2022 was immaterial. Also, the revisions did not impact net operating activities, investing activities, and financing activities on our Consolidated Statements of Cash Flows for any impacted period.

The impact of the error on the Consolidated Balance Sheets as of December 31, 2021 is as follows:

	December 31, 2021		
	As Previously Reported	Impact of Revisions	As Revised
ASSETS			
Goodwill	1,374.3	(32.8)	1,341.5
Other non-current assets	172.9	7.7	180.6
Total assets	$ 6,727.5	$ (25.1)	$ 6,702.4
LIABILITIES			
Accounts payable and accrued liabilities	271.6	(0.8)	270.8
Total current liabilities	786.4	(0.8)	785.6
Total liabilities	$ 1,900.9	$ (0.8)	$ 1,900.1
EQUITY			
Accumulated other comprehensive loss, net of tax	(396.1)	9.1	(387.0)
Retained earnings	1,073.6	(33.4)	1,040.2
Total shareholders' equity	4,647.8	(24.3)	4,623.5
Total equity	$ 4,663.2	$ (24.3)	$ 4,638.9
Total liabilities, redeemable noncontrolling interests and equity	$ 6,727.5	$ (25.1)	$ 6,702.4

The impact of the error on the Consolidated Balance Sheets as of December 31, 2020 is as follows:

	December 31, 2020		
	As Previously Reported	Impact of Revisions	As Revised
ASSETS			
Goodwill	1,383.9	(32.8)	1,351.1
Other non-current assets	157.7	7.3	165.0
Total assets	$ 6,690.8	$ (25.5)	$ 6,665.3
LIABILITIES			
Accounts payable and accrued liabilities	232.1	(3.3)	228.8
Total current liabilities	727.8	(3.3)	724.5
Total liabilities	$ 1,871.2	$ (3.3)	$ 1,867.9
EQUITY			
Accumulated other comprehensive loss, net of tax	(324.0)	9.1	(314.9)
Retained earnings	1,062.1	(31.3)	1,030.8
Total shareholders' equity	4,716.4	(22.2)	4,694.2
Total equity	$ 4,733.8	$ (22.2)	$ 4,711.6
Total liabilities, redeemable noncontrolling interests and equity	$ 6,690.8	$ (25.5)	$ 6,665.3

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the six months ended June 30, 2022 is as follows:

	Six Months Ended June 30, 2022		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Impairment of goodwill and intangible assets	$ 32.8	$ (32.8)	$ -
Total operating expenses	907.0	(32.8)	874.2
Operating income (loss)	268.5	32.8	301.3
Other non-operating income (expenses), net	(9.5)	2.3	(7.2)
Income (loss) before taxes	111.0	35.1	146.1
Income tax benefit (provision)	(59.5)	(7.9)	(67.4)
Net income (loss)	51.5	27.2	78.7
Net income (loss) attributable to JHG	$ 172.6	$ 27.2	$ 199.8
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 1.03	$ 0.16	$ 1.19
Diluted	$ 1.03	$ 0.16	$ 1.19
Other comprehensive income (loss), net of tax:			
Foreign currency translation gains (losses)	(222.5)	(2.3)	(224.8)
Other comprehensive income (loss), net of tax	(222.3)	(2.3)	(224.6)
Other comprehensive income (loss) attributable to JHG	$ (198.9)	$ (2.3)	$ (201.2)
Total comprehensive income (loss)	$ (170.8)	$ 24.9	$ (145.9)
Total comprehensive income (loss) attributable to JHG	$ (26.3)	$ 24.9	$ (1.4)

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the three months ended June 30, 2022 is as follows:

	Three Months Ended June 30, 2022		
	As Previously Reported	Impact of Revisions	As Revised
Other non-operating income (expenses), net	$ (1.7)	$ 2.3	$ 0.6
Income (loss) before taxes	29.6	2.3	31.9
Net income (loss)	(7.1)	2.3	(4.8)
Net income (loss) attributable to JHG	$ 93.9	$ 2.3	$ 96.2
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 0.56	$ 0.02	$ 0.58
Diluted	$ 0.56	$ 0.01	$ 0.57
Other comprehensive income (loss), net of tax:			
Foreign currency translation gains (losses)	(175.5)	(2.3)	(177.8)
Other comprehensive income (loss), net of tax	(175.4)	(2.3)	(177.7)
Other comprehensive income (loss) attributable to JHG	$ (151.8)	$ (2.3)	$ (154.1)

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the three months ended March 31, 2022 is as follows:

	Three Months Ended March 31, 2022		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Impairment of goodwill and intangible assets	$ 32.8	$ (32.8)	$ -
Total operating expenses	495.4	(32.8)	462.6
Operating income (loss)	124.6	32.8	157.4
Income (loss) before taxes	81.4	32.8	114.2
Income tax benefit (provision)	(22.8)	(7.9)	(30.7)
Net income (loss)	58.6	24.9	83.5
Net income (loss) attributable to JHG	$ 78.7	$ 24.9	$ 103.6
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 0.47	$ 0.15	$ 0.62
Diluted	$ 0.47	$ 0.14	$ 0.61
Other comprehensive income (loss), net of tax:			
Total comprehensive income (loss)	$ 11.7	$ 24.9	$ 36.6
Total comprehensive income (loss) attributable to JHG	$ 31.6	$ 24.9	$ 56.5

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the year ended December 31, 2021 is as follows:

	Year Ended December 31, 2021		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Distribution expenses	$ 551.6	$ 2.5	$ 554.1
Total operating expenses	1,943.6	2.5	1,946.1
Operating income (loss)	823.4	(2.5)	820.9
Income (loss) before taxes	820.2	(2.5)	817.7
Income tax benefit (provision)	(205.7)	0.4	(205.3)
Net income (loss)	614.5	(2.1)	612.4
Net income (loss) attributable to JHG	$ 622.1	$ (2.1)	$ 620.0
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 3.60	$ (0.01)	$ 3.59
Diluted	$ 3.59	$ (0.01)	$ 3.58
Other comprehensive income (loss), net of tax:			
Total comprehensive income (loss)	$ 542.0	$ (2.1)	$ 539.9
Total comprehensive income (loss) attributable to JHG	$ 550.0	$ (2.1)	$ 547.9

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the nine months ended September 30, 2021 is as follows:

	Nine Months Ended September 30, 2021		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Distribution expenses	$ 404.3	$ 2.5	$ 406.8
Total operating expenses	1,404.0	2.5	1,406.5
Operating income (loss)	665.8	(2.5)	663.3
Income (loss) before taxes	665.1	(2.5)	662.6
Income tax benefit (provision)	(176.1)	0.4	(175.7)
Net income (loss)	489.0	(2.1)	486.9
Net income (loss) attributable to JHG	$ 489.6	$ (2.1)	$ 487.5
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 2.82	$ (0.01)	$ 2.81
Diluted	$ 2.81	$ (0.01)	$ 2.80
Other comprehensive income (loss), net of tax:			
Total comprehensive income (loss)	$ 436.3	$ (2.1)	$ 434.2
Total comprehensive income (loss) attributable to JHG	$ 436.7	$ (2.1)	$ 434.6

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the six months ended June 30, 2021 is as follows:

	Six Months Ended June 30, 2021		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Distribution expenses	$ 262.2	$ 2.5	$ 264.7
Total operating expenses	964.9	2.5	967.4
Operating income (loss)	417.5	(2.5)	415.0
Income (loss) before taxes	411.7	(2.5)	409.2
Income tax benefit (provision)	(122.8)	0.4	(122.4)
Net income (loss)	288.9	(2.1)	286.8
Net income (loss) attributable to JHG	$ 292.8	$ (2.1)	$ 290.7
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 1.68	$ (0.02)	$ 1.66
Diluted	$ 1.67	$ (0.01)	$ 1.66
Other comprehensive income (loss), net of tax:			
Total comprehensive income (loss)	$ 295.7	$ (2.1)	$ 293.6
Total comprehensive income (loss) attributable to JHG	$ 298.6	$ (2.1)	$ 296.5

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the three months ended March 31, 2021 is as follows:

	Three Months Ended March 31, 2021		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Distribution expenses	$ 127.4	$ 2.5	$ 129.9
Total operating expenses	451.5	2.5	454.0
Operating income (loss)	192.5	(2.5)	190.0
Income (loss) before taxes	190.8	(2.5)	188.3
Income tax benefit (provision)	(43.1)	0.4	(42.7)
Net income (loss)	147.7	(2.1)	145.6
Net income (loss) attributable to JHG	$ 155.5	$ (2.1)	$ 153.4
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 0.88	$ (0.01)	$ 0.87
Diluted	$ 0.88	$ (0.01)	$ 0.87
Other comprehensive income (loss), net of tax:			
Total comprehensive income (loss)	$ 151.1	$ (2.1)	$ 149.0
Total comprehensive income (loss) attributable to JHG	$ 158.1	$ (2.1)	$ 156.0

The impact of the error on the Condensed Consolidated Statements of Comprehensive Income for the year ended December 31, 2020 is as follows:

	Year Ended December 31, 2020		
	As Previously Reported	Impact of Revisions	As Revised
Operating expenses:			
Distribution expenses	$ 464.4	$ (3.3)	$ 461.1
Impairment of goodwill and intangible assets	513.7	32.8	546.5
Total operating expenses	2,140.8	29.5	2,170.3
Operating income (loss)	157.8	(29.5)	128.3
Other non-operating income (expenses), net	39.7	(9.1)	30.6
Income (loss) before taxes	242.1	(38.6)	203.5
Income tax benefit (provision)	(59.5)	7.3	(52.2)
Net income (loss)	182.6	(31.3)	151.3
Net income (loss) attributable to JHG	$ 161.6	$ (31.3)	$ 130.3
Earnings (loss) per share attributable to JHG common shareholders:			
Basic	$ 0.87	$ (0.17)	$ 0.70
Diluted	$ 0.87	$ (0.17)	$ 0.70
Other comprehensive income (loss), net of tax:			
Foreign currency translation gains (losses)	71.8	9.1	80.9
Other comprehensive income (loss), net of tax	42.3	9.1	51.4
Other comprehensive income (loss) attributable to JHG	$ 43.1	$ 9.1	$ 52.2
Total comprehensive income (loss)	$ 224.9	$ (22.2)	$ 202.7
Total comprehensive income (loss) attributable to JHG	$ 204.7	$ (22.2)	$ 182.5

Note 2 — Dispositions

On February 3, 2022, we announced the strategic decision to sell our 97%-owned Quantitative Equities subsidiary, Intech Investment Management LLC (“Intech”), to a consortium composed of Intech management and certain Intech non-executive directors (“Management Buyout”). The Management Buyout is expected to enable both organizations to refocus on their key value propositions: Janus Henderson on providing active, fundamental investing, and Intech on delivering quantitative investment solutions for institutional investors.

On March 31, 2022, the Management Buyout closed and we recognized a $9.1 million loss on disposal of Intech. The loss is recognized in other non-operating income, net on our Condensed Consolidated Statements of Comprehensive Income. Consideration received as part of the Management Buyout included cash proceeds of $14.9 million; contingent consideration of up to $17.5 million, which is based on future Intech revenue; and an option agreement with a fair value of $3.9 million that provides JHG the option to purchase a certain equity stake in Intech at a predetermined price on or before the seventh anniversary of the Management Buyout. The fair value of the option agreement at September 30, 2022, was $1.3 million.

The terms of the transaction also included a $20.0 million seven-year term note subject to two tranches. The first tranche of $10.0 million was paid to Intech at closing while the second tranche of $10.0 million is available to Intech, subject to certain restrictions. The outstanding principal on the note receivable was $13.2 million as of September 30, 2022, which includes $0.2 million of accrued interest. The first tranche of the term note pays interest at 5.5%, while the second tranche pays interest at 6.0%.

JHG and Intech entered into a transition services agreement that provides for continuation of support services to help ensure a seamless transition in operations and continuity in serving Intech’s clients.

Note 3 — Consolidation

Variable Interest Entities

Consolidated Variable Interest Entities

Our consolidated variable interest entities (“VIEs”) as of September 30, 2022, and December 31, 2021, include certain consolidated seeded investment products in which we have an investment and act as the investment manager. Third-party assets held in consolidated VIEs are not available to us or to our creditors. We may not, under any circumstances, access third-party assets held by consolidated VIEs to use in our operating activities or otherwise. In addition, the investors in these consolidated VIEs have no recourse to the credit of JHG.

As of June 30, 2022, our ownership percentage in a certain seeded investment product was greater than our VIE consolidation threshold, resulting in the consolidation of the fund. During the third quarter of 2022, we redeemed our seed capital investment from the seeded investment product, which resulted in the deconsolidation of the fund, and is the primary driver of the significant change in our consolidated and unconsolidated VIE investment securities balances.

Unconsolidated Variable Interest Entities

The following table presents the carrying value of investment securities included on our Condensed Consolidated Balance Sheets pertaining to unconsolidated VIEs (in millions):

	September 30, 2022	December 31, 2021
Unconsolidated VIEs	$ 1.5	$ 102.7

Our total exposure to unconsolidated VIEs represents the value of our economic ownership interest in the investment securities.

Voting Rights Entities

Consolidated Voting Rights Entities

The following table presents the balances related to consolidated voting rights entities ("VREs") that were recorded on our Condensed Consolidated Balance Sheets, including our net interest in these products (in millions):

	September 30, 2022	December 31, 2021
Investment securities	$ 193.9	$ 179.6
Cash and cash equivalents	5.3	1.3
Other current assets	3.1	0.7
Accounts payable and accrued liabilities	(3.8)	(1.2)
Total	$ 198.5	$ 180.4
Redeemable noncontrolling interests in consolidated VREs	(33.2)	(17.5)
JHG's net interest in consolidated VREs	$ 165.3	$ 162.9

Third-party assets held in consolidated VREs are not available to us or to our creditors. We may not, under any circumstances, access third-party assets held by consolidated VREs to use in our operating activities or otherwise. In addition, the investors in these consolidated VREs have no recourse to the credit of JHG.

Our total exposure to consolidated VREs represents the value of our economic ownership interest in these seeded investment products.

Unconsolidated Voting Rights Entities

The following table presents the carrying value of investment securities included on our Condensed Consolidated Balance Sheets pertaining to unconsolidated VREs (in millions):

	September 30, 2022	December 31, 2021
Unconsolidated VREs	$ 3.2	$ 56.6

Our total exposure to unconsolidated VREs represents the value of our economic ownership interest in the investment securities.

Note 4 — Investment Securities

Our investment securities as of September 30, 2022, and December 31, 2021, are summarized as follows (in millions):

	September 30, 2022	December 31, 2021
Seeded investment products:		
Consolidated VIEs	$ 224.4	$ 250.9
Consolidated VREs	193.9	179.6
Unconsolidated VIEs and VREs	4.7	159.3
Separate accounts	55.5	56.7
Pooled investment funds	—	0.1
Total seeded investment products	478.5	646.6
Investments related to deferred compensation plans	17.4	50.3
Other investments	12.6	5.4
Total investment securities	$ 508.5	$ 702.3

Trading Securities

Net unrealized gains (losses) on investment securities, gross of noncontrolling interests, held as of the three and nine months ended September 30, 2022 and 2021, are summarized as follows (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Unrealized gains (losses) on investment securities held at period end	$ 10.0	$ 4.6	$ (44.6)	$ 8.0

Investment Gains (Losses), Net

Investment gains (losses), net on our Condensed Consolidated Statements of Comprehensive Income included the following for the three and nine months ended September 30, 2022 and 2021 (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Seeded investment products and hedges, net	$ 3.3	$ 1.4	$ (14.9)	$ 4.4
Third-party ownership interests in seeded investment products	7.0	3.0	(114.1)	(1.1)
Long Tail Alpha investment	0.2	0.2	1.9	2.1
Deferred equity plan	1.0	0.2	(1.0)	2.3
Other	(0.5)	(0.1)	(2.5)	0.4
Investment gains (losses), net	$ 11.0	$ 4.7	$ (130.6)	$ 8.1

Gains and losses attributable to third-party ownership interests in seeded investment products are noncontrolling interests and are not included in net income attributable to JHG.

Cash Flows

Cash flows related to investment securities for the nine months ended September 30, 2022 and 2021, are summarized as follows (in millions):

	Nine months ended September 30,			
	2022		2021	
	Purchases and settlements	Sales, settlements and maturities	Purchases and settlements	Sales, settlements and maturities
Investment securities by consolidated seeded investment products	$ (18.8)	$ 40.5	$ (66.9)	$ 8.9
Investment securities	(109.6)	144.4	(302.2)	105.7

Note 5 — Derivative Instruments

Derivative Instruments Used to Hedge Seeded Investment Products

We maintain an economic hedge program that uses derivative instruments to mitigate against market volatility of certain seeded investments by using index and commodity futures (“futures”), index swaps, total return swaps and credit default swaps. Foreign currency exposures associated with our seeded investment products are also hedged by using foreign currency forward contracts and swaps.

We were party to the following derivative instruments as of September 30, 2022, and December 31, 2021 (in millions):

	Notional value	
	September 30, 2022	December 31, 2021
Futures	$ 144.6	$ 368.7
Credit default swaps	112.6	207.2
Total return swaps	47.9	55.0
Foreign currency forward contracts and swaps	234.8	415.6

The derivative instruments are not designated as hedges for accounting purposes. Changes in fair value of the derivatives are recognized in investment gains (losses), net on our Condensed Consolidated Statements of Comprehensive Income. The change in fair value of the derivative instruments for the three and nine months ended September 30, 2022 and 2021, are summarized as follows (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Futures	$ 8.7	$ 5.1	$ 45.7	$ (5.0)
Credit default swaps	0.2	0.2	5.8	(1.0)
Total return swaps	3.1	(1.0)	39.3	(9.6)
Foreign currency forward contracts and swaps	(3.8)	(0.2)	(13.3)	6.0
Total gains (losses) from derivative instruments	$ 8.2	$ 4.1	$ 77.5	$ (9.6)

Derivative assets and liabilities are generally recognized on a gross basis and included in other current assets or in accounts payable and accrued liabilities on our Condensed Consolidated Balance Sheets. The derivative assets and liabilities as of September 30, 2022, and December 31, 2021, are summarized as follows (in millions):

	Fair value	
	September 30, 2022	December 31, 2021
Derivative assets	$ 24.9	$ 8.8
Derivative liabilities	3.3	15.5

In addition to using derivative instruments to mitigate against market volatility of certain seeded investments, we also engage in short sales of securities to hedge seed investments. As of September 30, 2022, and December 31, 2021, the fair value of securities sold but not yet purchased was $0.6 million and $3.1 million, respectively. The cash received from the short sale and the obligation to repurchase the shares are classified in other current assets and accounts payable and accrued liabilities on our Condensed Consolidated Balance Sheets, respectively. Fair value adjustments are recognized in investment gains (losses), net on our Condensed Consolidated Statements of Comprehensive Income.

Derivative Instruments in Consolidated Seeded Investment Products

Certain of our consolidated seeded investment products utilize derivative instruments to contribute to the achievement of defined investment objectives. These derivative instruments are classified within other current assets or in accounts payable and accrued liabilities on our Condensed Consolidated Balance Sheets. Gains and losses on these derivative instruments are classified within investment gains (losses), net on our Condensed Consolidated Statements of Comprehensive Income.

Our consolidated seeded investment products were party to the following derivative instruments as of September 30, 2022, and December 31, 2021 (in millions):

	Notional value	
	September 30, 2022	December 31, 2021
Futures	$ 144.0	$ 190.1
Credit default swaps	5.4	6.1
Total return swaps	10.8	—
Options	0.1	0.1
Foreign currency forward contracts and swaps	27.7	22.1

The derivative assets and liabilities as of September 30, 2022, and December 31, 2021, are summarized as follows (in millions):

	Fair value	
	September 30, 2022	December 31, 2021
Derivative assets	$ 1.2	$ 0.6
Derivative liabilities	3.3	0.4

Derivative Instruments — Used in Foreign Currency Hedging Program

We maintain a balance sheet foreign currency hedging program (the “Program”) to take reasonable measures to minimize the income statement effects of foreign currency remeasurement of monetary balance sheet accounts. The Program utilizes foreign currency forward contracts and swaps to achieve its objectives, and it is considered an economic hedge for accounting purposes.

The notional value of the foreign currency forward contracts and swaps as of September 30, 2022, and December 31, 2021, is summarized as follows (in millions):

	Notional value	
	September 30, 2022	December 31, 2021
Foreign currency forward contracts and swaps	$ 59.0	$ 171.4

The derivative assets and liabilities are generally recognized on a gross basis and included in other current assets or in accounts payable and accrued liabilities on our Condensed Consolidated Balance Sheets. The derivative assets and liabilities as of September 30, 2022, and December 31, 2021, are summarized as follows (in millions):

	Fair value	
	September 30, 2022	December 31, 2021
Derivative assets	$ 0.8	$ 3.2
Derivative liabilities	0.8	—

Changes in fair value of the derivatives are recognized in other non-operating income, net on our Condensed Consolidated Statements of Comprehensive Income. Foreign currency remeasurement is also recognized in other non-operating income, net on our Condensed Consolidated Statements of Comprehensive Income. The change in fair value of the foreign currency forward contracts and swaps for the three and nine months ended September 30, 2022 and 2021, are summarized as follows (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Gains (losses) on foreign currency forward contracts and swaps	$ (2.1)	$ (0.8)	$ (4.5)	$ 0.5

Note 6 — Fair Value Measurements

The following table presents assets and liabilities reflected in the financial statements or disclosed in the notes to the financial statements at fair value on a recurring basis as of September 30, 2022 (in millions):

	Fair value measurements using:			
	Quoted prices in active markets for identical assets and liabilities (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Assets:				
Cash equivalents	$ 458.0	$ —	$ —	$ 458.0
Investment securities:				
Consolidated VIEs	197.4	22.1	4.9	224.4
Other investment securities	168.6	115.3	0.2	284.1
Total investment securities	366.0	137.4	5.1	508.5
Seed hedge derivatives	—	24.9	—	24.9
Derivatives in consolidated seeded investment products	—	1.2	—	1.2
Derivatives used in foreign currency hedging program	—	0.8	—	0.8
Intech option agreement	—	—	1.3	1.3
Intech contingent consideration	—	—	12.1	12.1
Volantis contingent consideration	—	—	0.3	0.3
Total assets	$ 824.0	$ 164.3	$ 18.8	$ 1,007.1
Liabilities:				
Derivatives in consolidated seeded investment products	$ —	$ 3.3	$ —	$ 3.3
Derivatives used in foreign currency hedging program	—	0.8	—	0.8
Securities sold, not yet purchased	0.6	—	—	0.6
Seed hedge derivatives	—	3.3	—	3.3
Long-term debt(1)	—	296.3	—	296.3
Deferred bonuses	—	—	32.9	32.9
Total liabilities	$ 0.6	$ 303.7	$ 32.9	$ 337.2

(1) Carried at amortized cost and disclosed at fair value.

The following table presents assets and liabilities reflected in the financial statements or disclosed in the notes to the financial statements at fair value on a recurring basis as of December 31, 2021 (in millions):

	Fair value measurements using:			
	Quoted prices in active markets for identical assets and liabilities (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Assets:				
Cash equivalents	$ 585.4	$ —	$ —	$ 585.4
Investment securities:				
Consolidated VIEs	216.8	26.2	7.9	250.9
Other investment securities	424.1	27.3	—	451.4
Total investment securities	640.9	53.5	7.9	702.3
Seed hedge derivatives	—	8.8	—	8.8
Derivatives in consolidated seeded investment products	—	0.6	—	0.6
Derivatives used in foreign currency hedging program	—	3.2	—	3.2
Volantis contingent consideration	—	—	0.9	0.9
Total assets	$ 1,226.3	$ 66.1	$ 8.8	$ 1,301.2
Liabilities:				
Derivatives in consolidated seeded investment products	$ —	$ 0.4	$ —	$ 0.4
Securities sold, not yet purchased	3.1	—	—	3.1
Seed hedge derivatives	—	15.5	—	15.5
Long-term debt[(1)]	—	328.7	—	328.7
Deferred bonuses	—	—	50.5	50.5
Total liabilities	$ 3.1	$ 344.6	$ 50.5	$ 398.2

(1) Carried at amortized cost and disclosed at fair value.

Level 1 Fair Value Measurements

Our Level 1 fair value measurements consist mostly of investments held by seeded investment products; investments in advised mutual funds; cash equivalents; securities sold, not yet purchased; and investments related to deferred compensation plans with quoted market prices in active markets. The fair value level of consolidated investments held by seeded investment products is determined by the underlying securities of the product. The fair value level of unconsolidated investments held in seeded investment products is determined by the net asset value ("NAV"), which is considered a quoted price in an active market.

Level 2 Fair Value Measurements

Our Level 2 fair value measurements consist mostly of consolidated seeded investment products, derivative instruments and our long-term debt. The fair value of consolidated seeded investment products is determined by the underlying securities of the product. The fair value of our long-term debt is determined using broker quotes and recent trading activity, which are considered Level 2 inputs.

Level 3 Fair Value Measurements

Investment Securities

As of September 30, 2022, and December 31, 2021, certain securities within consolidated VIEs were valued using significant unobservable inputs, resulting in Level 3 classification.

Intech Option Agreement and Contingent Consideration

On March 31, 2022, we completed the sale of Intech. Consideration received as part of the Management Buyout included contingent consideration of up to $17.5 million and an option agreement that provides JHG the option to purchase a certain equity stake in Intech at a predetermined price on or before the seventh anniversary of the Management Buyout.

As of September 30, 2022, the fair value of the option agreement and the Intech contingent consideration was $1.3 million and $12.1 million, respectively. Significant unobservable inputs were used to value the call option and contingent consideration, including revenue estimates, discount rate and volatility.

Deferred Bonuses

Deferred bonuses represent liabilities to employees over the vesting period that will be settled by investments in our products. The significant unobservable inputs used to value the liabilities are investment designations and vesting periods.

Changes in Fair Value

Changes in fair value of our Level 3 assets for the three and nine months ended September 30, 2022 and 2021, were as follows (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Beginning of period fair value	$ 21.1	$ 26.5	$ 8.8	$ 31.4
Intech option agreement	(1.8)	—	1.3	—
Contingent consideration from sale of Intech	(0.2)	—	12.1	—
Settlement of contingent consideration	—	(5.2)	—	(9.2)
Fair value adjustments	—	(0.2)	(1.8)	(2.7)
Transfers from Level 1	—	—	0.5	—
Transfers to Level 1	—	—	(2.1)	—
Purchases of securities	(0.1)	—	0.9	2.7
Sales of securities	—	—	(0.3)	(1.1)
Foreign currency translation	(0.2)	(0.3)	(0.6)	(0.3)
End of period fair value	$ 18.8	$ 20.8	$ 18.8	$ 20.8

Changes in fair value of our individual Level 3 liabilities for the three and nine months ended September 30, 2022 and 2021, were as follows (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
	Deferred bonuses	Deferred bonuses	Deferred bonuses	Deferred bonuses
Beginning of period fair value	$ 27.6	$ 35.6	$ 50.5	$ 65.2
Fair value adjustments	(1.2)	1.1	(3.8)	5.4
Vesting of deferred bonuses	(0.5)	(0.9)	(36.5)	(51.6)
Amortization of deferred bonuses	9.6	7.9	28.8	24.0
Foreign currency translation	(2.6)	(0.9)	(6.1)	(0.2)
End of period fair value	$ 32.9	$ 42.8	$ 32.9	$ 42.8

Nonrecurring Fair Value Measurements

Nonrecurring Level 3 fair value measurements include goodwill and intangible assets. We measure the fair value of goodwill and intangible assets on initial recognition using discounted cash flow ("DCF") analysis that requires assumptions regarding projected future earnings and discount rates. Because of the significance of the unobservable inputs in the fair value measurements of these assets, such measurements are classified as Level 3.

Note 7 — Goodwill and Intangible Assets

The following tables present movements in our intangible assets and goodwill during the nine months ended September 30, 2022 and 2021 (in millions):

	December 31, 2021	Amortization	Disposal	Foreign currency translation	September 30, 2022
Indefinite-lived intangible assets:					
Investment management agreements	$ 2,114.8	$ —	$ —	$ (67.1)	$ 2,047.7
Trademarks	366.7	—	(4.7)	—	362.0
Definite-lived intangible assets:					
Client relationships	168.4	—	(84.8)	(11.0)	72.6
Accumulated amortization	(107.2)	(3.2)	44.7	8.9	(56.8)
Net intangible assets	$ 2,542.7	$ (3.2)	$ (44.8)	$ (69.2)	$ 2,425.5
Goodwill	$ 1,341.5	$ —	$ (7.0)	$ (128.5)	$ 1,206.0

	December 31, 2020	Amortization	Impairment	Foreign currency translation	September 30, 2021
Indefinite-lived intangible assets:					
Investment management agreements	$ 2,242.9	$ —	$ (40.8)	$ (13.7)	$ 2,188.4
Trademarks	373.2	—	(3.6)	(0.1)	369.5
Definite-lived intangible assets:					
Client relationships	170.9	—	—	(2.9)	168.0
Accumulated amortization	(100.7)	(5.8)	—	1.5	(105.0)
Net intangible assets	$ 2,686.3	$ (5.8)	$ (44.4)	$ (15.2)	$ 2,620.9
Goodwill	$ 1,351.1	$ —	$ —	$ (13.1)	$ 1,338.0

Management Buyout of Intech

As detailed in Note 2 — Dispositions, on March 31, 2022, the Management Buyout of Intech closed. As part of this disposition, we removed $4.7 million and $40.1 million of trademarks and client relationships, respectively, from our Condensed Consolidated Balance Sheets as these intangible assets were directly connected to Intech. In addition, we also allocated $7.0 million of goodwill to Intech, which was also removed from our Condensed Consolidated Balance Sheets as part of the Management Buyout.

Future Amortization

Expected future amortization expense related to client relationships is summarized below (in millions):

Future amortization	**Amount**
2022 (remainder of year)	$ 0.6
2023	2.2
2024	0.9
2025	0.9
2026	0.9
Thereafter	10.3
Total	$ 15.8

Note 8 — Debt

Our debt as of September 30, 2022, and December 31, 2021, consisted of the following (in millions):

	September 30, 2022		**December 31, 2021**	
	Carrying value	**Fair value**	**Carrying value**	**Fair value**
4.875% Senior Notes due 2025	$ 308.2	$ 296.3	$ 310.4	$ 328.7

4.875% Senior Notes Due 2025

The 4.875% Senior Notes due 2025 (“2025 Senior Notes”) have a principal value of $300.0 million, pay interest at 4.875% semiannually on February 1 and August 1 of each year, and mature on August 1, 2025. The 2025 Senior Notes include unamortized debt premium, net at September 30, 2022, of $8.2 million, which will be amortized over the remaining life of the notes. The unamortized debt premium is recorded as a liability within long-term debt on our Condensed Consolidated Balance Sheets. JHG fully and unconditionally guarantees the obligations of Janus Henderson US (Holdings) Inc. in relation to the 2025 Senior Notes.

Credit Facility

At September 30, 2022, we had a $200 million, unsecured, revolving credit facility ("Credit Facility"). JHG and its subsidiaries may use the Credit Facility for general corporate purposes. The rate of interest for each interest period is the aggregate of the applicable margin, which is based on our long-term credit rating and the Secured Overnight Financing Rate ("SOFR") in relation to any loan in U.S. dollars ("USD"), the Sterling Overnight Index Average ("SONIA") in relation to any loan in British pounds ("GBP"), the Euro Interbank Offered Rate ("EURIBOR") in relation to any loan in euros ("EUR") or the Bank Bill Swap Rate ("BBSW") in relation to any loan in Australian dollars ("AUD"). As a result of the phase-out of the London Interbank Offered Rate ("LIBOR"), our Credit Facility was amended to incorporate the SOFR as the successor rate to USD LIBOR and the SONIA as the successor rate to GBP LIBOR. We are required to pay a quarterly commitment fee on any unused portion of the Credit Facility, which is also based on our long-term credit rating. Under the Credit Facility, our financing leverage ratio cannot exceed 3.00x EBITDA. At September 30, 2022, we were in compliance with all covenants, and there were no outstanding borrowings, under the Credit Facility. The maturity date of the Credit Facility is February 16, 2024.

Note 9 — Income Taxes

Our effective tax rates for the three and nine months ended September 30, 2022 and 2021, were as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Effective tax rate	19.6 %	21.0 %	33.0 %	26.5 %

The change in the effective tax rate for the three months ended September 30, 2022, compared to the three months ended September 30, 2021, was primarily related to additional state tax benefits.

The effective tax rate for the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, was impacted by a decrease in pre-tax book income with a significant increase in the disallowed noncontrolling interest loss from a certain seeded investment product.

Note 10 — Noncontrolling Interests

Redeemable Noncontrolling Interests

Redeemable noncontrolling interests as of September 30, 2022, and December 31, 2021, consisted of the following (in millions):

	September 30, 2022	December 31, 2021
Consolidated seeded investment products	$ 153.1	$ 148.5
Intech:		
Employee appreciation rights	—	12.6
Founding member ownership interests	—	2.3
Total redeemable noncontrolling interests	$ 153.1	$ 163.4

Consolidated Seeded Investment Products

Noncontrolling interests in consolidated seeded investment products are classified as redeemable noncontrolling interests when there is an obligation to repurchase units at the investor's request.

Redeemable noncontrolling interests in consolidated seeded investment products may fluctuate from period to period and are impacted by changes in our relative ownership, changes in the amount of third-party investment in seeded products and volatility in the market value of the seeded products' underlying securities. Third-party redemption of investments in any particular seeded product is redeemed from the respective product's net assets and cannot be redeemed from the assets of our other seeded products or from our other assets.

As of September 30, 2022, our ownership percentage in a certain seeded investment product was below our VIE consolidation threshold, resulting in the deconsolidation of the fund, and is the primary driver of the change in our redeemable noncontrolling interests balance.

The following table presents the movement in redeemable noncontrolling interests in consolidated seeded investment products for the three and nine months ended September 30, 2022 and 2021 (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Opening balance	$ 921.1	$ 109.2	$ 148.5	$ 70.6
Changes in market value	7.0	3.0	(114.1)	0.6
Changes in ownership	(795.3)	18.4	121.9	58.5
Foreign currency translation	20.3	(0.4)	(3.2)	0.5
Closing balance	$ 153.1	$ 130.2	$ 153.1	$ 130.2

Nonredeemable Noncontrolling Interests

Nonredeemable noncontrolling interests as of September 30, 2022, and December 31, 2021, were as follows (in millions):

	September 30, 2022	December 31, 2021
Nonredeemable noncontrolling interests in:		
Seed capital investments	$ 2.8	$ 2.8
Intech	—	12.6
Total nonredeemable noncontrolling interests	$ 2.8	$ 15.4

On March 31, 2022, we completed the sale of our 97%-owned subsidiary, Intech. See Note 2 — Dispositions for further information regarding the sale.

Note 11 — Long-Term Incentive and Employee Compensation

The following table presents restricted stock and mutual fund awards granted during the three and nine months ended September 30, 2022 (in millions):

	Three months ended September 30, 2022	Nine months ended September 30, 2022
Restricted stock	$ 6.4	$ 113.0
Mutual fund awards	0.3	113.6
Total	$ 6.7	$ 226.6

Restricted stock and mutual fund awards generally vest and will be recognized using a graded vesting method over a three-year period.

Note 12 — Retirement Benefit Plans

We operate defined contribution retirement benefit plans and defined benefit pension plans.

Our primary defined benefit pension plan is the defined benefit section of the Janus Henderson Group UK Pension Scheme ("JHGPS").

Net Periodic Benefit Credit (Cost)

The components of net periodic benefit credit (cost) in respect of defined benefit plans for the three and nine months ended September 30, 2022 and 2021, include the following (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Service cost	$ —	$ (0.2)	$ —	$ (0.7)
Interest cost	(3.9)	(2.8)	(12.5)	(8.4)
Amortization of prior service cost	(0.1)	(0.1)	(0.3)	(0.3)
Expected return on plan assets	3.3	3.3	10.5	10.0
Net periodic benefit credit (cost)	$ (0.7)	$ 0.2	$ (2.3)	$ 0.6

Note 13 — Accumulated Other Comprehensive Loss

Changes in accumulated other comprehensive loss, net of tax for the three and nine months ended September 30, 2022 and 2021, were as follows (in millions):

	Three months ended September 30,					
	2022			2021		
	Foreign currency	Retirement benefit asset, net	Total	Foreign currency	Retirement benefit asset, net	Total
Beginning balance	$ (555.6)	$ (32.6)	$ (588.2)	$ (299.0)	$ (10.1)	$ (309.1)
Other comprehensive loss	(129.4)	—	(129.4)	(59.6)	—	(59.6)
Amounts reclassified from accumulated other comprehensive loss	(9.8)	0.1	(9.7)	—	0.1	0.1
Total other comprehensive loss	(139.2)	0.1	(139.1)	(59.6)	0.1	(59.5)
Less: other comprehensive loss (income) attributable to noncontrolling interests	(20.2)	—	(20.2)	0.8	—	0.8
Ending balance	$ (715.0)	$ (32.5)	$ (747.5)	$ (357.8)	$ (10.0)	$ (367.8)

	Nine months ended September 30,					
	2022			2021		
	Foreign currency	Retirement benefit asset, net	Total	Foreign currency	Retirement benefit asset, net	Total
Beginning balance	$ (354.2)	$ (32.8)	$ (387.0)	$ (304.5)	$ (10.4)	$ (314.9)
Other comprehensive loss	(359.9)	—	(359.9)	(48.9)	0.1	(48.8)
Amounts reclassified from accumulated other comprehensive loss	(4.1)	0.3	(3.8)	(4.2)	0.3	(3.9)
Total other comprehensive loss	(364.0)	0.3	(363.7)	(53.1)	0.4	(52.7)
Less: other comprehensive loss (income) attributable to noncontrolling interests	3.2	—	3.2	(0.2)	—	(0.2)
Ending balance	$ (715.0)	$ (32.5)	$ (747.5)	$ (357.8)	$ (10.0)	$ (367.8)

The components of other comprehensive loss, net of tax for the three and nine months ended September 30, 2022 and 2021, were as follows (in millions):

	Three months ended September 30,					
	2022			2021		
	Pre-tax amount	Tax impact	Net amount	Pre-tax amount	Tax impact	Net amount
Foreign currency translation adjustments	$ (130.8)	$ 1.4	$ (129.4)	$ (60.2)	$ 0.6	$ (59.6)
Retirement benefit asset, net	—	—	—	—	—	—
Reclassifications to net income	(9.7)	—	(9.7)	0.1	—	0.1
Total other comprehensive loss	$ (140.5)	$ 1.4	$ (139.1)	$ (60.1)	$ 0.6	$ (59.5)

	Nine months ended September 30,					
	2022			2021		
	Pre-tax amount	Tax impact	Net amount	Pre-tax amount	Tax impact	Net amount
Foreign currency translation adjustments	$ (364.5)	$ 4.6	$ (359.9)	$ (50.5)	$ 1.6	$ (48.9)
Retirement benefit asset, net	—	—	—	—	0.1	0.1
Reclassifications to net income	(3.8)	—	(3.8)	(3.9)	—	(3.9)
Total other comprehensive loss	$ (368.3)	$ 4.6	$ (363.7)	$ (54.4)	$ 1.7	$ (52.7)

Note 14 — Earnings and Dividends Per Share

Earnings Per Share

The following is a summary of the earnings per share calculation for the three and nine months ended September 30, 2022 and 2021 (in millions, except per share data):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Net income attributable to JHG	$ 107.6	$ 196.8	$ 307.4	$ 487.5
Allocation of earnings to participating stock-based awards	(3.5)	(5.4)	(9.0)	(14.0)
Net income attributable to JHG common shareholders	$ 104.1	$ 191.4	$ 298.4	$ 473.5
Weighted-average common shares outstanding — basic	160.5	167.1	162.2	168.7
Dilutive effect of nonparticipating stock-based awards	0.4	0.7	0.4	0.7
Weighted-average common shares outstanding — diluted	160.9	167.8	162.6	169.4
Earnings per share:				
Basic (two class)	$ 0.65	$ 1.15	$ 1.84	$ 2.81
Diluted (two class)	$ 0.65	$ 1.14	$ 1.84	$ 2.80

Dividends Per Share

The payment of cash dividends is within the discretion of our Board of Directors and depends on many factors, including, but not limited to, our results of operations, financial condition, capital requirements, legal requirements and general business conditions.

The following is a summary of cash dividends declared and paid during the nine months ended September 30, 2022:

Dividend per share	Date declared	Dividends paid (in US$ millions)	Date paid
$ 0.38	February 2, 2022	$ 64.3	February 28, 2022
$ 0.39	May 3, 2022	$ 65.5	May 31, 2022
$ 0.39	July 27, 2022	$ 64.7	August 24, 2022

On October 26, 2022, our Board of Directors declared a $0.39 per share dividend for the third quarter 2022. The quarterly dividend will be paid on November 23, 2022, to shareholders of record at the close of business on November 7, 2022.

Note 15 — Commitments and Contingencies

Commitments and contingencies may arise in the normal course of business.

Litigation and Other Regulatory Matters

We are periodically involved in various legal proceedings and other regulatory matters.

Sandra Schissler v Janus Henderson US (Holdings) Inc., Janus Henderson Advisory Committee, and John and Jane Does 1-30

On September 9, 2022, a purported class action complaint, Schissler v. Janus Henderson US (Holdings) Inc., et al., was filed by Sandra Schissler in the United States District Court for the District of Colorado. Named as defendants are Janus Henderson US (Holdings) Inc. ("Janus US Holdings") and the Advisory Committee to the Janus 401(k) and Employee Stock Ownership Plan and its members. Plaintiff purports to represent a class of all participants in the Janus US Holdings 401(k) and Employee Stock Ownership Plan from September 9, 2016, through September 9, 2022. The complaint alleges, among other things, that all defendants breached their fiduciary duties of loyalty and prudence by (1) selecting higher-cost Janus Henderson funds over less expensive investment options; (2) retaining Janus Henderson funds despite their alleged underperformance; and (3) failing to consider actively managed funds outside of Janus Henderson to add as investment options. The complaint alleges that Janus US Holdings failed to monitor the Advisory Committee with respect to the foregoing. The complaint seeks various declaratory, equitable and monetary relief in unspecified amounts. Janus US Holdings believes the complaint is without merit and intends to vigorously defend against these claims.

Note 16 — Subsequent Event

We announced a cost efficiency plan in October 2022 that will impact our compensation and non-compensation expenses. Non-recurring implementation charges associated with delivering the cost efficiency plan are expected to be in the range of $30 million to $35 million.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Forward-Looking Statements

Certain statements in this Quarterly Report on Form 10-Q not based on historical facts are "forward-looking statements" within the meaning of the federal securities laws, including the Private Securities Litigation Reform Act of 1995, as amended, Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and Section 27A of the Securities Act of 1933, as amended (the "Securities Act"). Such forward-looking statements involve known and unknown risks and uncertainties that are difficult to predict and could cause our actual results, performance or achievements to differ materially from those discussed. These include statements as to our future expectations, beliefs, plans, strategies, objectives, events, conditions, financial performance, prospects or future events. In some cases, forward-looking statements can be identified by the use of words such as "may," "could," "expect," "intend," "plan," "seek," "anticipate," "believe," "estimate," "predict," "potential," "continue," "likely," "will," "would" and similar words and phrases. Forward-looking statements are necessarily based on estimates and assumptions that, while considered reasonable by us and our management, are inherently uncertain. Accordingly, you should not place undue reliance on forward-looking statements, which speak only as of the date they are made, and are not guarantees of future performance. We do not undertake any obligation to publicly update or revise these forward-looking statements.

Various risks, uncertainties, assumptions and factors that could cause our future results to differ materially from those expressed by the forward-looking statements included in this Quarterly Report on Form 10-Q include, but are not limited to, recent changes in interest rates and inflation, volatility or disruption in financial markets, our investment performance as compared to third-party benchmarks or competitive products, redemptions and other withdrawals from the funds and accounts we manage, and other risks, uncertainties, assumptions and factors discussed in our Annual Report on Form 10-K for the year ended December 31, 2021, and this Quarterly Report on Form 10-Q under headings such as "Risk Factors," "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Quantitative and Qualitative Disclosures About Market Risk," and in other filings or furnishings made by the Company with the SEC from time to time.

Available Information

We make available free of charge our Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K and amendments thereto as soon as reasonably practicable after such filings have been made with the SEC. These reports may be obtained through our Investor Relations website (ir.janushenderson.com) and are available in print at no charge upon request by any shareholder. The contents of our website are not incorporated herein for any purpose. The SEC also maintains an internet site that contains reports, proxy and information statements, and other information regarding issuers that file electronically with the SEC at www.sec.gov.

Charters for the Audit Committee, Compensation Committee, Risk Committee, and Nominating and Corporate Governance Committee of our Board of Directors, as well as our Corporate Governance Guidelines, Code of Business Conduct and Code of Ethics for Senior Financial Officers (our "Senior Officer Code") are posted on our Investor Relations website (ir.janushenderson.com) and are available in print at no charge upon request by any shareholder. Within the time period prescribed by the SEC and New York Stock Exchange ("NYSE") regulations, we will post on our website any amendment to our Senior Officer Code or our Code of Business Conduct and any waivers thereof for directors or executive officers. The information on our website is not incorporated by reference into this report.

Business Overview

We are an independent global asset manager, specializing in active investment across all major asset classes. We actively manage a broad range of investment products for institutional and retail investors across four capabilities: Equities, Fixed Income, Multi-Asset and Alternatives.

Segment Considerations

We are a global asset manager and manage a range of investment products, operating across various product lines, distribution channels and geographic regions. However, information is reported to the chief operating decision-maker, our Chief Executive Officer ("CEO"), on an aggregated basis. Strategic and financial management decisions are determined centrally by our CEO and, on this basis, we operate as a single-segment investment management business.

Revenue

Revenue primarily consists of management fees and performance fees. Management fees are generally based on a percentage of the market value of our AUM and are calculated using either the daily, month-end or quarter-end average asset balance in accordance with contractual agreements. Accordingly, fluctuations in the financial markets have a direct effect on our operating results. Additionally, our AUM may outperform or underperform the financial markets and, therefore, may fluctuate in varying degrees from that of the general market.

Performance fees are specified in certain fund and client contracts, and are based on investment performance either on an absolute basis or compared to an established index over a specified period of time. These fees are often subject to a hurdle rate. Performance fees are recognized at the end of the contractual period (typically monthly, quarterly or annually) if the stated performance criteria are achieved. Certain fund and client contracts allow for negative performance fees where there is underperformance against the relevant index.

THIRD QUARTER 2022 SUMMARY

Third Quarter 2022 Highlights

- Solid long-term investment performance, with 50%, 64%, 67% and 75% of our AUM outperforming relevant benchmarks on a one-, three-, five-, and 10-year basis, respectively, as of September 30, 2022.
- AUM decreased to $274.6 billion, down (8%) from June 30, 2022, due to challenged global markets, USD appreciation and net outflows. Net outflows of $5.8 billion primarily reflect market uncertainty and investment underperformance in key strategies.
- Third quarter 2022 diluted earnings per share was $0.65, or $0.61 on an adjusted basis. Refer to the Non-GAAP Financial Measures section below for information on adjusted non-GAAP figures.
- On October 26, 2022, the Board declared a $0.39 per share dividend for the third quarter 2022.
- Strong balance sheet and cash generation with over $1.0 billion in cash and cash equivalents and $221.9 million of cash provided by operating activities in the third quarter 2022.
- We expect to realize approximately $40 million to $45 million in gross cost efficiencies by the end of 2023, which will be offset by investments in the business.

Financial Summary

Results are reported on a U.S. GAAP basis. Adjusted non-GAAP figures are presented in the Non-GAAP Financial Measures section below.

Revenue for the third quarter 2022 was $512.9 million, a decrease of $174.5 million, or (25%), compared to the third quarter 2021. Key drivers of the decrease include the following:

- A decline of $138.3 million in management fees and $13.6 million in shareowner servicing fees primarily due to the impact of lower average AUM.

- A decline of $13.8 million in performance fees primarily due to an increase in negative mutual fund performance fees.

Total operating expenses for the third quarter 2022 were $392.2 million, a decrease of $46.9 million, or (11%), compared to operating expenses in the third quarter 2021. Key drivers of the decrease include the following:

- A decrease of $23.7 million in employee compensation and benefits primarily due to lower variable compensation charges.

- A decrease of $23.4 million in distribution expenses primarily due to lower average AUM.

Operating income for the third quarter 2022 was $120.7 million, a decrease of $127.6 million, or (51%), compared to the third quarter 2021. Our operating margin was 23.5% in the third quarter 2022 compared to 36.1% in the third quarter 2021.

Net income attributable to JHG in the third quarter 2022 was $107.6 million, a decrease of $89.2 million, or (45%), compared to the third quarter 2021. In addition to the aforementioned factors affecting revenue and operating expenses, key drivers of the decrease include the following:

- A decrease of $25.4 million in our provision for income taxes primarily due to a decrease in pre-tax income.

Investment Performance of Assets Under Management

The following table is a summary of investment performance as of September 30, 2022:

Percentage of AUM outperforming benchmark	1 year	3 years	5 years	10 years
Equities	42 %	50 %	51 %	64 %
Fixed Income	43 %	76 %	89 %	90 %
Multi-Asset	94 %	96 %	96 %	99 %
Alternatives	29 %	100 %	100 %	100 %
Total	**50 %**	**64 %**	**67 %**	**75 %**

Assets Under Management

Our AUM as of September 30, 2022, was $274.6 billion, a decrease of $157.7 billion, or (36%), from December 31, 2021, driven primarily by negative market movements of $85.7 billion and $28.3 billion due to the disposition of Intech. Net redemptions of $25.5 billion, or $19.8 billion when excluding Intech, also contributed to the decline in AUM.

Our non-USD AUM is primarily denominated in GBP, EUR and AUD. During the three and nine months ended September 30, 2022, the USD strengthened against GBP, EUR and AUD, resulting in a $7.3 billion and $18.2 billion decrease in our AUM, respectively. As of September 30, 2022, approximately 31% of our AUM was non-USD denominated.

Certain VelocityShares index products are not included within our AUM because we are not the named adviser or subadviser to index products. VelocityShares index product assets, not included within our AUM, totaled $1.3 billion and $1.9 billion as of September 30, 2022, and December 31, 2021, respectively.

Our AUM and flows by capability for the three and nine months ended September 30, 2022 and 2021, were as follows (in billions):

	Closing AUM June 30, 2022	Sales	Redemptions[1]	Net sales (redemptions)	Markets	FX[2]	Reclassifications and disposals[3]	Closing AUM September 30, 2022
By capability								
Equities	$ 177.0	$ 4.8	$ (8.9)	$ (4.1)	$ (7.5)	$ (3.6)	$ —	$ 161.8
Fixed Income	64.5	4.4	(5.6)	(1.2)	(2.0)	(2.8)	—	58.5
Multi-Asset	46.5	1.5	(1.7)	(0.2)	(2.1)	(0.4)	—	43.8
Alternatives	11.7	0.7	(1.0)	(0.3)	(0.4)	(0.5)	—	10.5
Total	$ 299.7	$ 11.4	$ (17.2)	$ (5.8)	$ (12.0)	$ (7.3)	$ —	$ 274.6

	Closing AUM December 31, 2021	Sales	Redemptions[1]	Net sales (redemptions)	Markets	FX[2]	Reclassifications and disposals[3]	Closing AUM September 30, 2022
By capability								
Equities	$ 244.3	$ 18.8	$ (32.5)	$ (13.7)	$ (61.0)	$ (9.1)	$ 1.3	$ 161.8
Fixed Income	79.6	15.3	(19.8)	(4.5)	(9.8)	(6.8)	—	58.5
Multi-Asset	59.7	5.4	(8.7)	(3.3)	(11.7)	(0.9)	—	43.8
Quantitative Equities	38.0	0.2	(5.9)	(5.7)	(2.6)	(0.1)	(29.6)	—
Alternatives	10.7	6.0	(4.3)	1.7	(0.6)	(1.3)	—	10.5
Total	$ 432.3	$ 45.7	$ (71.2)	$ (25.5)	$ (85.7)	$ (18.2)	$ (28.3)	$ 274.6

	Closing AUM June 30, 2021	Sales	Redemptions[1]	Net sales (redemptions)	Markets	FX[2]	Reclassifications and disposals[3]	Closing AUM September 30, 2021
By capability								
Equities	$ 240.1	$ 7.5	$ (10.1)	$ (2.6)	$ 0.3	$ (1.6)	$ —	$ 236.2
Fixed Income	80.5	4.7	(4.0)	0.7	(0.2)	(1.5)	—	79.5
Multi-Asset	53.2	2.6	(1.8)	0.8	0.1	(0.2)	—	53.9
Quantitative Equities	43.4	0.1	(4.5)	(4.4)	0.1	—	—	39.1
Alternatives	10.4	1.1	(0.8)	0.3	0.1	(0.2)	—	10.6
Total	$ 427.6	$ 16.0	$ (21.2)	$ (5.2)	$ 0.4	$ (3.5)	$ —	$ 419.3

	Closing AUM December 31, 2020	Sales	Redemptions[1]	Net sales (redemptions)	Markets	FX[2]	Reclassifications and disposals[3]	Closing AUM September 30, 2021
By capability								
Equities	$ 219.4	$ 26.6	$ (32.6)	$ (6.0)	$ 24.6	$ (1.8)	$ —	$ 236.2
Fixed Income	81.5	16.5	(15.5)	1.0	(1.0)	(2.0)	—	79.5
Multi-Asset	48.0	8.0	(5.9)	2.1	4.0	(0.2)	—	53.9
Quantitative Equities	42.0	0.5	(8.3)	(7.8)	4.9	—	—	39.1
Alternatives	10.7	3.5	(3.8)	(0.3)	0.5	(0.3)	—	10.6
Total	$ 401.6	$ 55.1	$ (66.1)	$ (11.0)	$ 33.0	$ (4.3)	$ —	$ 419.3

(1) Redemptions include the impact of client transfers, which could result in a positive balance on occasion.
(2) FX reflects movements in AUM resulting from changes in foreign currency rates as non-USD-denominated AUM is translated into USD.
(3) Disposals relate to the sale of Intech and reclassifications relate to a reclassification of existing funds from Quantitative Equities to Equities.

Our AUM and flows by client type for the three and nine months ended September 30, 2022 and 2021, were as follows (in billions):

	Closing AUM June 30, 2022	Sales	Redemptions	Net sales (redemptions)	Markets	FX	Reclassifications and disposals	Closing AUM September 30, 2022
By client type:								
Intermediary	$ 165.0	$ 8.1	$ (10.6)	$ (2.5)	$ (6.8)	$ (3.7)	$ —	$ 152.0
Institutional	69.8	3.0	(5.6)	(2.6)	(2.1)	(3.2)	—	61.9
Self-directed	64.9	0.3	(1.0)	(0.7)	(3.1)	(0.4)	—	60.7
Total	$ 299.7	$ 11.4	$ (17.2)	$ (5.8)	$ (12.0)	$ (7.3)	$ —	$ 274.6

	Closing AUM December 31, 2021	Sales	Redemptions	Net sales (redemptions)	Markets	FX	Reclassifications and disposals	Closing AUM September 30, 2022
By client type:								
Intermediary	$ 215.0	$ 31.6	$ (41.6)	$ (10.0)	$ (42.8)	$ (9.3)	$ (0.9)	$ 152.0
Institutional	127.2	12.8	(25.7)	(12.9)	(17.0)	(8.0)	(27.4)	61.9
Self-directed	90.1	1.3	(3.9)	(2.6)	(25.9)	(0.9)	—	60.7
Total	$ 432.3	$ 45.7	$ (71.2)	$ (25.5)	$ (85.7)	$ (18.2)	$ (28.3)	$ 274.6

	Closing AUM June 30, 2021	Sales	Redemptions	Net sales (redemptions)	Markets	FX	Reclassifications and disposals	Closing AUM September 30, 2021
By client type:								
Intermediary	$ 206.7	$ 12.9	$ (11.7)	$ 1.2	$ 0.4	$ (1.6)	$ —	$ 206.7
Institutional	133.1	2.5	(8.3)	(5.8)	0.2	(1.7)	—	125.8
Self-directed	87.8	0.6	(1.2)	(0.6)	(0.2)	(0.2)	—	86.8
Total	$ 427.6	$ 16.0	$ (21.2)	$ (5.2)	$ 0.4	$ (3.5)	$ —	$ 419.3

	Closing AUM December 31, 2020	Sales	Redemptions	Net sales (redemptions)	Markets	FX	Reclassifications and disposals	Closing AUM September 30, 2021
By client type:								
Intermediary	$ 192.9	$ 42.9	$ (40.6)	$ 2.3	$ 15.2	$ (1.9)	$ (1.8)	$ 206.7
Institutional	127.6	10.0	(21.1)	(11.1)	9.8	(2.3)	1.8	125.8
Self-directed	81.1	2.2	(4.4)	(2.2)	8.0	(0.1)	—	86.8
Total	$ 401.6	$ 55.1	$ (66.1)	$ (11.0)	$ 33.0	$ (4.3)	$ —	$ 419.3

Average Assets Under Management

The following table presents our average AUM by capability for the three and nine months ended September 30, 2022 and 2021 (in billions):

By capability	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021	Three months ended September 30, 2022 vs. 2021	Nine months ended September 30, 2022 vs. 2021
Equities	$ 182.4	$ 243.5	$ 200.6	$ 234.2	(25)%	(14)%
Fixed Income	63.7	80.9	70.0	80.8	(21)%	(13)%
Multi-Asset	47.5	54.9	50.5	51.8	(13)%	(3)%
Quantitative Equities	—	41.9	10.3	42.1	n/m *	(76)%
Alternatives	11.4	10.7	11.7	10.5	7 %	11 %
Total	$ 305.0	$ 431.9	$ 343.1	$ 419.4	(29)%	(18)%

* n/m — Not meaningful.

Closing Assets Under Management

The following table presents the closing AUM by client location as of September 30, 2022 and 2021 (in billions):

By client location	Closing AUM September 30, 2022	Closing AUM September 30, 2021
North America	$ 161.5	$ 233.4
EMEA and Latin America	82.3	128.1
Asia Pacific	30.8	57.8
Total	$ 274.6	$ 419.3

Valuation of Assets Under Management

The fair value of our AUM is based on the value of the underlying cash and investment securities of our funds, trusts and segregated mandates. A significant proportion of these securities is listed or quoted on a recognized securities exchange or market and is regularly traded thereon; these investments are valued based on unadjusted quoted market prices. However, for non-U.S. equity securities held by U.S. mutual funds, excluding exchange-traded funds (“ETFs”), the quoted market prices may be adjusted to capture market movement between the time the local market closes and the NYSE closes. Other investments, including over-the-counter (“OTC”) derivative contracts (which are dealt in or through a clearing firm, exchanges or financial institutions), are valued by reference to the most recent official settlement price quoted by the appointed market vendor, and in the event no price is available from this source, a broker quotation may be used. Physical property held is valued monthly by a specialist independent appraiser.

When a readily ascertainable market value does not exist for an investment, the fair value is calculated using a variety of methodologies, including the expected cash flows of its underlying net asset base, taking into account applicable discount rates and other factors; comparable securities or relevant indices; recent financing rounds; revenue multiples; or a combination thereof. Judgment is used to ascertain if a formerly active market has become inactive and to determine fair values when markets have become inactive. Our Fair Value Pricing Committee is responsible for determining or approving these unquoted prices, which are reported to those charged with governance of the funds and trusts. For funds that invest in markets that are closed at their valuation point, an assessment is made daily to determine whether a fair value pricing adjustment is required to the fund’s valuation. This may be due to significant market movements in other correlated open markets, scheduled market closures or unscheduled market closures as a result of natural disaster or government intervention.

Third-party administrators hold a key role in the collection and validation of prices used in the valuation of the securities. Daily price validation is completed using techniques such as day-on-day tolerance movements, invariant prices, excessive movement checks and intra-vendor tolerance checks. Our data management team performs oversight of this process and completes annual due diligence on the processes of third parties.

In other cases, we and the sub-administrators perform a number of procedures to validate the pricing received from third-party providers. For actively traded equity and fixed income securities, prices are received daily from both a primary and secondary vendor. Prices from the primary and secondary vendors are compared to identify any discrepancies. In the event of a discrepancy, a price challenge may be issued to both vendors. Securities with significant day-to-day price changes require additional research, which may include a review of all news pertaining to the issue and issuer, and any corporate actions. All fixed income prices are reviewed by our fixed income trading desk to incorporate market activity information available to our traders. In the event the traders have received price indications from market makers for a particular issue, this information is transmitted to the pricing vendors.

We leverage the expertise of our fund management teams across the business to cross-invest assets and create value for our clients. Where cross investment occurs, assets and flows are identified, and the duplication is removed.

Results of Operations

Foreign Currency Translation

Foreign currency translation impacts our Results of Operations. The translation of GBP to USD is the primary driver of foreign currency translation in expenses. The GBP weakened against the USD during the three and nine months ended September 30, 2022, compared to the three and nine months ended September 30, 2021. Meaningful foreign currency translation impacts to our operating expenses are discussed in the Operating Expenses section below. Revenue is also impacted by foreign currency translation, but the impact is generally determined by the primary currency of the individual funds.

Revenue

	Three months ended September 30,		Nine months ended September 30,		Three months ended September 30,	Nine months ended September 30,
	2022	2021	2022	2021	2022 vs. 2021	2022 vs. 2021
Revenue (in millions):						
Management fees	$ 426.2	$ 564.5	$ 1,393.8	$ 1,623.5	(24)%	(14)%
Performance fees	(13.2)	0.6	(25.0)	95.0	n/m *	n/m *
Shareowner servicing fees	54.0	67.6	172.7	192.4	(20)%	(10)%
Other revenue	45.9	54.7	146.9	158.9	(16)%	(8)%
Total revenue	$ 512.9	$ 687.4	$ 1,688.4	$ 2,069.8	(25)%	(18)%

* n/m — Not meaningful.

Management fees

Management fees decreased by $138.3 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, primarily due to the impact of lower average AUM, which caused management fees to decline by $143.3 million.

Management fees decreased by $229.7 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, primarily due to the impact of lower average AUM, which caused management fees to decline by $236.4 million.

Performance fees

Performance fees are derived across a number of product ranges. U.S. mutual fund performance fees are recognized on a monthly basis, while all other product range performance fees are recognized on a quarterly or annual basis. The investment management fees paid by each U.S. mutual fund subject to a performance fee is the base management fee plus or minus a performance fee adjustment, as determined by the relative investment performance of the fund compared to a specified benchmark index. Performance fees by product type consisted of the following for the three and nine months ended September 30, 2022 and 2021 (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Performance fees (in millions):				
SICAVs	$ 0.8	$ 1.0	$ 2.0	$ 63.6
UK OEICs and unit trusts	—	—	0.1	19.2
Offshore absolute return funds and other funds	0.1	1.1	10.5	3.5
Segregated mandates	2.5	—	2.0	4.2
Investment trusts	0.3	—	6.7	12.7
U.S. mutual funds	(16.9)	(1.5)	(46.3)	(8.2)
Total performance fees	$ (13.2)	$ 0.6	$ (25.0)	$ 95.0

For the three months ended September 30, 2022, performance fees decreased $13.8 million when compared to the three months ended September 30, 2021, primarily due to an increase in negative performance fees associated with U.S. mutual funds.

For the nine months ended September 30, 2022, performance fees decreased $120.0 million when compared to the nine months ended September 30, 2021, primarily due to a decline in Société d'Investissement À Capital Variable ("SICAV") and UK Open Ended Investment Companies ("OEICs") due to the relative performance of certain funds being below the established high-water mark, and an increase in negative performance fees associated with U.S. mutual funds.

Shareowner servicing fees

Shareowner servicing fees are primarily composed of mutual fund servicing fees, which are driven by AUM. For the three and nine months ended September 30, 2022, shareowner servicing fees decreased by $13.6 million and $19.7 million when compared to the three and nine months ended September 30, 2021, respectively, primarily due to a decrease in average AUM.

Other revenue

Other revenue is primarily composed of 12b-1 distribution fees, general administration charges and other fee revenue. For the three and nine months ended September 30, 2022, other revenue decreased $8.8 million and $12.0 million when compared to the three and nine months ended September 30, 2021, respectively, primarily due to a decline in average AUM.

Operating Expenses

	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021	Three months ended September 30, 2022 vs. 2021	Nine months ended September 30, 2022 vs. 2021
Operating expenses (in millions):						
Employee compensation and benefits	$ 142.5	$ 166.2	$ 452.1	$ 533.2	(14)%	(15)%
Long-term incentive plans	41.1	35.0	133.2	138.3	17 %	(4)%
Distribution expenses	118.7	142.1	388.3	406.8	(16)%	(5)%
Investment administration	12.5	13.0	37.6	38.7	(4)%	(3)%
Marketing	5.6	7.5	20.8	20.4	(25)%	2 %
General, administrative and occupancy	64.7	65.5	210.1	194.2	(1)%	8 %
Impairment of goodwill and intangible assets	—	—	—	44.4	n/m *	n/m *
Depreciation and amortization	7.1	9.8	24.3	30.5	(28)%	(20)%
Total operating expenses	$ 392.2	$ 439.1	$ 1,266.4	$ 1,406.5	(11)%	(10)%

* n/m — Not meaningful.

Employee compensation and benefits

Employee compensation and benefits decreased by $23.7 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, primarily driven by a decrease of $20.6 million in variable compensation, mainly due to a lower annual bonus pool and other variable compensation, and favorable foreign currency translation of $8.7 million. These decreases were partially offset by $4.2 million of annual base-pay increases.

Employee compensation and benefits decreased by $81.1 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, primarily driven by a decrease of $86.4 million in variable compensation, mainly due to a lower annual bonus pool and other variable compensation, and favorable foreign currency translation of $18.4 million. These decreases were partially offset by $16.6 million of annual base-pay increases and a $7.1 million increase in fixed compensation costs, due to higher headcount.

Long-term incentive plans

Long-term incentive plan expenses increased by $6.1 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, primarily driven by a $12.9 million increase for the roll-on of new awards exceeding the roll-off of vested awards and the acceleration of expense related to departed employees. These increases were partially offset by a $4.7 million decrease mainly due to market declines related to mutual fund share awards and certain long-term incentive awards, and favorable foreign currency translation of $1.8 million.

Long-term incentive plan expenses decreased by $5.1 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, primarily driven by a $36.6 million decrease mainly due to market declines related to mutual fund share awards and certain long-term incentive awards, favorable foreign currency translation of $5.8 million and $2.1 million in lower payroll taxes on vested awards. These decreases were partially offset by a $39.4 million increase for the roll-on of new awards exceeding the roll-off of vested awards and acceleration of expense mainly due to the retirement of our CEO and Chief Investment Officer (“CIO”) during the nine months ended September 30, 2022.

Distribution expenses

Distribution expenses are paid to financial intermediaries for the distribution and servicing of our retail investment products and are typically calculated based on the amount of the intermediary-sourced AUM. Distribution expenses decreased by $23.4 million and $18.5 million during the three and nine months ended September 30, 2022, compared to the three and nine months ended September 30, 2021, respectively, primarily due to a decline in average AUM subject to distribution charges.

Investment administration

Investment administration expenses, which represent back-office operations (including fund administration and fund accounting), decreased by $0.5 million and $1.1 million during the three and nine months ended September 30, 2022, compared to the three and nine months ended September 30, 2021, respectively, primarily due to favorable foreign currency translation.

Marketing

Marketing expenses decreased by $1.9 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, primarily due to a decrease in advertising campaigns.

General, administrative and occupancy

General, administrative and occupancy expenses decreased by $0.8 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, primarily due to favorable foreign currency translation of $3.9 million. This decrease was partially offset by increases of $3.3 million in information technology costs, primarily driven by an increased investment in non-capitalizable hardware and software, and $2.2 million in higher travel and entertainment expenditures during the three months ended September 30, 2022.

General, administrative and occupancy expenses increased by $15.9 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, primarily due to increases of $10.8 million in information technology costs, primarily driven by an increased investment in non-capitalizable hardware and software, $6.9 million in travel and entertainment expenditures and $5.7 million in consultancy fees related to certain project costs. These increases are partially offset by $7.7 million of favorable foreign currency translation.

Impairment of goodwill and intangible assets

Goodwill and intangible asset impairment charges decreased by $44.4 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021. The decrease is primarily due to a $40.8 million impairment of certain indefinite-lived intangible assets and a $3.6 million impairment of the Perkins brand name recognized during the nine months ended September 30, 2021.

Depreciation and amortization

Depreciation and amortization expenses decreased $2.7 million and $6.2 million during the three and nine months ended September 30, 2022, compared to the three and nine months ended September 30, 2021, respectively, primarily due to a reduction in the amortization of intangible assets resulting from the sale of Intech, as well as decreases in the amortization of prepaid commissions and in internally developed software as assets were retired or became fully amortized during the current year.

Non-Operating Income and Expenses

	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Non-operating income and expenses (in millions):				
Interest expense	$ (3.1)	$ (3.2)	$ (9.5)	$ (9.6)
Investment gains (losses), net	11.0	4.7	(130.6)	8.1
Other non-operating income, net	13.9	3.6	6.7	0.8
Income tax provision	(27.9)	(53.3)	(95.3)	(175.7)

Investment gains (losses), net

The components of investment gains (losses), net for the three and nine months ended September 30, 2022 and 2021, were as follows (in millions):

	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Investment gains (losses), net (in millions):				
Seeded investment products and hedges, net	$ 3.3	$ 1.4	$ (14.9)	$ 4.4
Third-party ownership interests in seeded investment products	7.0	3.0	(114.1)	(1.1)
Long Tail Alpha investment	0.2	0.2	1.9	2.1
Deferred equity plan	1.0	0.2	(1.0)	2.3
Other	(0.5)	(0.1)	(2.5)	0.4
Investment gains (losses), net	$ 11.0	$ 4.7	$ (130.6)	$ 8.1

Investment gains (losses), net moved favorably by $6.3 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, and declined by $138.7 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021. Movements in investment gains (losses), net are primarily due to consolidation of third-party ownership interests in seeded investment products and fair value adjustments in relation to our seeded investment products. Gains and losses attributable to third-party ownership interests in seeded investment products are noncontrolling interests and are not included in net income attributable to JHG.

Other non-operating income, net

Other non-operating income, net improved $10.3 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021. The improvement was primarily due to favorable foreign currency translation of $12.0 million, partially offset by a $1.8 million fair value adjustment to the Intech option agreement recognized during the three months ended September 30, 2022.

Other non-operating income, net improved $5.9 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021. The increase was primarily due to $18.2 million of favorable foreign currency translation, partially offset by a loss of $9.1 million related to the sale of Intech and a $2.6 million fair value adjustment to the Intech option agreement recognized during the nine months ended September 30, 2022.

Income tax provision

Our effective tax rates for the three and nine months ended September 30, 2022 and 2021, were as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Effective tax rate	19.6 %	21.0 %	33.0 %	26.5 %

The change in the effective tax rate for the three months ended September 30, 2022, compared to the three months ended September 30, 2021, was primarily related to additional state tax benefits.

The effective tax rate for the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, was impacted by a decrease in pre-tax book income with a significant increase in the disallowed noncontrolling interest loss from a certain seeded investment product.

Net loss (income) attributable to noncontrolling interests

The components of net loss (income) attributable to noncontrolling interests for the three and nine months ended September 30, 2022 and 2021, were as follows (in millions):

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	2022	2021
Net loss (income) attributable to noncontrolling interests (in millions):				
Consolidated seeded investment products	$ (7.0)	$ (3.0)	$ 114.1	$ 1.1
Majority-owned subsidiaries	—	(0.3)	—	(0.5)
Total net loss (income) attributable to noncontrolling interests	$ (7.0)	$ (3.3)	$ 114.1	$ 0.6

Net loss (income) attributable to noncontrolling interests declined by $3.7 million during the three months ended September 30, 2022, compared to the three months ended September 30, 2021, and improved by $113.5 million during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021. Movements in net loss attributable to noncontrolling interests primarily relate to third-party ownership interests in consolidated seeded investment products and fair value adjustments in relation to our seeded investment products.

Outlook for the Remainder of 2022

We have maintained a high degree of financial operating leverage with continuous cost discipline balanced with strategic investments in our business. We performed an extensive review of our expense model and are moving forward with approximately $40 million to $45 million in gross cost-efficiencies. We expect to realize approximately one third of gross run-rate efficiencies in the fourth quarter 2022 and the remaining efficiencies by the end of 2023. Efficiencies will come from an equal split between compensation and non-compensation expenses. Non-recurring implementation charges associated with delivering gross cost efficiencies are expected to be in the range of $30 million to $35 million. The gross cost efficiencies will be offset by investments in our business and infrastructure to fuel growth; however, the timing may not happen concurrently.

Revised full-year 2022 expectations are listed below:

- Aggregate negative performance fees for full-year 2022 are expected to be in the range of $38 million to $42 million, at current investment performance.
- Closing AUM as of September 30, 2022 was significantly lower than year-to-date average AUM. If AUM remains flat, we would anticipate 2023 revenues to reflect the impact of lower AUM.
- Adjusted compensation to revenue ratio is expected to be at the 44% to 45% range.
- Adjusted non-compensation operating expenses annual growth is expected to be in the low-single digits.
- Statutory tax rate of 23% to 25%.

We also anticipate certain macroeconomic headwinds for the remainder of 2022, including volatile and potentially declining markets, rising interest rates, inflation and the Russia/Ukraine conflict, which could have an adverse impact to our revenue and expenses.

Non-GAAP Financial Measures

We report our financial results in accordance with GAAP. However, JHG management evaluates our profitability and our ongoing operations using additional non-GAAP financial measures. These measures are not in accordance with, or a substitute for, GAAP, and our financial measures may be different from non-GAAP financial measures used by other companies. Management uses these performance measures to evaluate the business, and adjusted values are consistent with internal management reporting. We have provided a reconciliation below of our non-GAAP financial measures to the most directly comparable GAAP measures.

Alternative performance measures

The following is a reconciliation of revenue, operating expenses, operating income, net income attributable to JHG and diluted earnings per share to adjusted revenue, adjusted operating expenses, adjusted operating income, adjusted net income attributable to JHG and adjusted diluted earnings per share, respectively, for the three months ended September 30, 2022 and 2021 (in millions, except per share and operating margin data):

	Three months ended September 30,	
	2022	2021
Reconciliation of revenue to adjusted revenue		
Revenue	$ 512.9	$ 687.4
Management fees	(46.0)	(53.0)
Shareowner servicing fees	(43.7)	(55.4)
Other revenue	(29.0)	(33.7)
Adjusted revenue(1)	$ 394.2	$ 545.3
Reconciliation of operating expenses to adjusted operating expenses		
Operating expenses	$ 392.2	$ 439.1
Long-term incentive plans(2)	(2.4)	0.1
Distribution expenses(1)	(118.7)	(142.1)
General, administrative and occupancy(2)	(1.7)	(2.9)
Depreciation and amortization(3)	(0.6)	(1.9)
Adjusted operating expenses	$ 268.8	$ 292.3
Adjusted operating income	125.4	253.0
Operating margin(4)	23.5%	36.1%
Adjusted operating margin(5)	31.8%	46.4%
Reconciliation of net income attributable to JHG to adjusted net income attributable to JHG		
Net income attributable to JHG	$ 107.6	$ 196.8
Long-term incentive plans(2)	2.4	(0.1)
General, administrative and occupancy(2)	1.7	2.9
Depreciation and amortization(3)	0.6	1.9
Other non-operating income (expenses), net(6)	(10.3)	(1.6)
Income tax provision(7)	(0.9)	(0.4)
Adjusted net income attributable to JHG	101.1	199.5
Less: allocation of earnings to participating stock-based awards	(3.3)	(5.5)
Adjusted net income attributable to JHG common shareholders	$ 97.8	$ 194.0
Weighted-average common shares outstanding — diluted (two class)	160.9	167.8
Diluted earnings per share (two class)(8)	$ 0.65	$ 1.14
Adjusted diluted earnings per share (two class)(9)	$ 0.61	$ 1.16

(1) We contract with third-party intermediaries to distribute and service certain of our investment products. Fees for distribution- and servicing-related activities are either provided for separately in an investment product's prospectus or are part of the management fee. Under both arrangements, the fees are collected by us and passed through to third-party intermediaries who are responsible for performing the applicable services. The majority of distribution and servicing fees we collect are passed through to third-party intermediaries. JHG management believes that the deduction of distribution and servicing fees from revenue in the computation of adjusted revenue reflects the pass-through nature of these revenues. In certain arrangements, we perform the distribution and servicing activities and retain the applicable fee. Revenues for distribution and servicing activities performed by us are not deducted from GAAP revenue.

(2) Adjustments for the three months ended September 30, 2022, consist primarily of long-term incentive plan expense acceleration related to the departure of certain employees and rent expense for subleased office space. Adjustments for the three months ended September 30, 2021, consist primarily of rent expense for subleased office space. JHG management believes these costs do not represent our ongoing operations.

(3) Investment management contracts have been identified as a separately identifiable intangible asset arising on the acquisition of subsidiaries and businesses. Such contracts are recognized at the net present value of the expected future cash flows arising from the contracts at the date of acquisition. For segregated mandate contracts, the intangible asset is amortized on a straight-line basis over the expected life of the contracts. JHG management believes these non-cash and acquisition-related costs are not representative of our ongoing operations.

(4) Operating margin is operating income divided by revenue.

(5) Adjusted operating margin is adjusted operating income divided by adjusted revenue.

(6) Adjustments for the three months ended September 30, 2022, primarily relate to accumulated foreign currency translation expense related to liquidated JHG entities and rental income from subleased office space. Adjustments for the three months ended September 30, 2021, consist primarily of rental income from subleased office space. JHG management believes these costs are not representative of our ongoing operations.

(7) The tax impact of the adjustments is calculated based on the applicable U.S. or foreign statutory tax rate as it relates to each adjustment. Certain adjustments are either not taxable or not tax-deductible.

(8) Diluted earnings per share is net income attributable to JHG common shareholders divided by weighted-average diluted common shares outstanding.

(9) Adjusted diluted earnings per share is adjusted net income attributable to JHG common shareholders divided by weighted-average diluted common shares outstanding.

LIQUIDITY AND CAPITAL RESOURCES

Our capital structure, together with available cash balances, cash flows generated from operations, and further capital and credit market activities, if necessary, should provide us with sufficient resources to meet present and future cash needs, including operating and other obligations as they fall due and anticipated future capital requirements.

The following table summarizes key balance sheet data relating to our liquidity and capital resources as of September 30, 2022, and December 31, 2021 (in millions):

	September 30, 2022	December 31, 2021
Cash and cash equivalents held by the Company	$ 1,017.6	$ 1,106.0
Investment securities held by the Company	$ 352.7	$ 551.0
Fees and other receivables	$ 220.5	$ 351.6
Debt	$ 308.2	$ 310.4

Cash and cash equivalents consist primarily of cash at banks and held in money market funds. Cash and cash equivalents exclude cash held by consolidated VIEs and consolidated VREs, and investment securities exclude noncontrolling interests as these assets are not available for general corporate purposes.

Investment securities held by us represent seeded investment products (exclusive of noncontrolling interests), investments related to deferred compensation plans and other less significant investments.

We believe that existing cash and cash from operations should be sufficient to satisfy our short-term capital requirements. Expected short-term uses of cash include ordinary operating expenditures, seed capital investments, interest expense, dividend payments, income tax payments and common stock repurchases. We may also use available cash for other general corporate purposes and acquisitions.

Regulatory Capital

We are subject to regulatory oversight by the SEC, the Financial Industry Regulatory Authority ("FINRA"), the U.S. Commodity Futures Trading Commission ("CFTC"), the Financial Conduct Authority ("FCA") and other international regulatory bodies. We strive to ensure that we are compliant with our regulatory obligations at all times. Our primary capital requirement relates to the FCA-supervised regulatory group (a sub-group of our company), comprising Janus Henderson (UK) Holdings Limited, all of its subsidiaries and Janus Henderson Investors International Limited ("JHIIL"). JHIIL is included as a connected undertaking to meet the requirements of the Investment Firm Prudential Regime ("IFPR") for MiFID investment firms ("MIFIDPRU"). The combined capital requirement is £204.2 million ($227.9 million), resulting in £227.0 million ($253.4 million) of capital above the requirement as of September 30, 2022, based upon internal calculations and taking into account the effect of dividends relating to third quarter 2022 results. Capital requirements in other jurisdictions are not significant in aggregate. The FCA-supervised regulatory group is also subject to liquidity requirements and holds a sufficient surplus above these requirements.

Short-Term Liquidity and Capital Resources

Common Stock Repurchases

On May 3, 2022, the Board approved a new on-market share buyback program ("2022 Corporate Buyback Program") pursuant to which we are authorized to repurchase up to $200.0 million of our common stock on the NYSE and CHESS Depository Interests ("CDIs") on the Australian Securities Exchange ("ASX") at any time prior to the date of our 2023 Annual General Meeting of Shareholders. We commenced repurchases under the 2022 Corporate Buyback Program in May 2022. We did not repurchase any shares of common stock or CDIs under the 2022 Corporate Buyback Program during the three months ended September 30, 2022.

Some of our executives and employees obtain rights to receive our common stock as part of their remuneration arrangements and employee entitlements. We usually satisfy these entitlements by transferring shares of existing common stock that we repurchase on-market for this purpose. We purchased 466,461 shares at an average price of $21.78 in satisfaction of employee awards and entitlements during the three months ended September 30, 2022.

Dividends

The payment of cash dividends is within the discretion of our Board of Directors and depends on many factors, including our results of operations, financial condition, capital requirements, general business conditions and legal requirements.

Dividends declared and paid during the nine months ended September 30, 2022, were as follows:

Dividend per share		Date declared	Dividends paid (in US$ millions)		Date paid
$	0.38	February 2, 2022	$	64.3	February 28, 2022
$	0.39	May 3, 2022	$	65.5	May 31, 2022
$	0.39	July 27, 2022	$	64.7	August 24, 2022

On October 26, 2022, our Board of Directors declared a $0.39 per share dividend for the third quarter 2022. The quarterly dividend will be paid on November 23, 2022, to shareholders of record at the close of business on November 7, 2022.

Long-Term Liquidity and Capital Resources

Expected long-term commitments as of September 30, 2022, include principal and interest payments related to the 2025 Senior Notes and operating and finance lease payments. We expect to fund our long-term commitments with existing cash and cash generated from operations or by accessing capital and credit markets as necessary.

2025 Senior Notes

The 2025 Senior Notes have a principal amount of $300.0 million, pay interest at 4.875% semiannually on February 1 and August 1 of each year, and mature on August 1, 2025.

Defined Benefit Pension Plan

The latest triennial valuation of our defined benefit pension plan resulted in a surplus of $2.2 million.

Off-Balance Sheet Arrangements

As of September 30, 2022, we have a $5.5 million unfunded loan commitment with Intech, which is not reflected in our condensed consolidated financial statements. Refer to Note 2 — Dispositions for further information on the loan commitment.

Other Sources of Liquidity

At September 30, 2022, we had a $200 million Credit Facility. The Credit Facility includes an option for us to request an increase to our borrowing capacity under the Credit Facility of up to an additional $50.0 million. The maturity date of the Credit Facility is February 16, 2024. Additionally, as a result of LIBOR’s phase-out, our credit facility was amended to incorporate other short-term borrowing rates. Specifically, the SOFR was designated as the successor rate to USD LIBOR, and the SONIA was designated as the successor rate to GBP LIBOR.

The Credit Facility may be used for general corporate purposes and bears interest on borrowings outstanding at the relevant interbank offer rate plus a spread.

The Credit Facility contains a financial covenant with respect to leverage. The financing leverage ratio cannot exceed 3.00x EBITDA. At the latest practicable date before the date of this report, we were in compliance with all covenants, and there were no outstanding borrowings under the Credit Facility.

Cash Flows

Cash flow data for the nine months ended September 30, 2022 and 2021, was as follows (in millions):

	Nine months ended September 30,	
	2022	2021
Cash flows provided by (used for):		
Operating activities	$ 327.3	$ 614.2
Investing activities	111.0	(265.8)
Financing activities	(415.2)	(497.4)
Effect of exchange rate changes on cash and cash equivalents	(106.0)	(14.5)
Net change in cash and cash equivalents	(82.9)	(163.5)
Cash balance at beginning of period	1,118.6	1,108.1
Cash balance at end of period	$ 1,035.7	$ 944.6

Operating Activities

Fluctuations in operating cash flows are attributable to changes in net income and working capital items, which can vary from period to period based on the amount and timing of cash receipts and payments. Cash inflows from operating activities decreased during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021, due to lower revenue and net income, driven by significant declines in global markets during the nine months ended September 30, 2022.

Investing Activities

Cash provided by (used for) investing activities for the nine months ended September 30, 2022 and 2021, was as follows (in millions):

	Nine months ended September 30,	
	2022	2021
Sales (purchases) of investment securities, net	$ 34.8	$ (196.5)
Sales (purchases) of investment securities by consolidated seeded investment products, net	21.7	(58.0)
Purchases of property, equipment and software	(10.3)	(5.9)
Cash received (paid) on settled seed capital hedges, net	62.6	(12.6)
Receipt of contingent consideration payments from sale of subsidiaries	—	6.1
JHG long-term note with Intech	(13.2)	—
Proceeds from sale of Intech	14.9	—
Other	0.5	1.1
Cash provided by (used for) investing activities	$ 111.0	$ (265.8)

Cash inflows from investing activities were $111.0 million during the nine months ended September 30, 2022, and cash outflows from investing activities were $265.8 million during the nine months ended September 30, 2021. Cash inflows from investing activities during the nine months ended September 30, 2022, were primarily due to cash received from the settlement of hedges related to our seed capital hedge program, net sales of investment securities, and net sales of investment securities by consolidated seeded investment products. When comparing the nine months ended September 30, 2022, to the nine months ended September 30, 2021, the change in cash provided by (used for) investing activities was primarily due to increases in net sales of investment securities, net sales of investment securities by consolidated seeded investment products and cash received from the settlement of hedges related to our seed capital hedge program.

Financing Activities

Cash used for financing activities for the nine months ended September 30, 2022 and 2021, was as follows (in millions):

	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Dividends paid to shareholders	$ (194.5)	$ (191.5)
Third-party (purchases) sales in consolidated seeded investment products, net	(16.2)	61.2
Purchase of common stock for stock-based compensation plans	(106.7)	(72.1)
Purchase of common stock from Dai-ichi Life and share buyback program	(98.9)	(305.2)
Proceeds from stock-based compensation plans	3.3	10.9
Other	(2.2)	(0.7)
Cash used for financing activities	$ (415.2)	$ (497.4)

Cash outflows from financing activities were $415.2 million and $497.4 million during the nine months ended September 30, 2022 and 2021, respectively. Cash outflows from financing activities during the nine months ended September 30, 2022, were primarily due to dividends paid to shareholders, purchases of common stock related to the share buyback program and for stock-based compensation plans, and net third-party purchases of securities within consolidated seeded investment products. When comparing the nine months ended September 30, 2022, to the nine months ended September 30, 2021, the change in cash used for financing activities was primarily due to the purchase of common stock from Dai-ichi Life, as part of the Dai-ichi Life secondary public offering, which was recognized during the nine months ended September 30, 2021. This decrease was partially offset by an increase in third-party purchases in consolidated seeded investment products and purchases of common stock for stock-based compensation plans, recognized during the nine months ended September 30, 2022.

CRITICAL ACCOUNTING ESTIMATES

We continually evaluate the accounting policies and estimates used to prepare the condensed consolidated financial statements. In general, management's estimates are based on historical experience, information from third-party professionals, as appropriate, and various other assumptions that are believed to be reasonable under current facts and circumstances. Actual results could differ from those estimates made by management. There were no material changes to our critical accounting estimates described in our Annual Report on Form 10-K for the year ended December 31, 2021.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

There were no material changes in our exposure to market risks from that previously reported in our Annual Report on Form 10-K for the year ended December 31, 2021.

Item 4. Controls and Procedures

As of September 30, 2022, our management evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act). Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is accumulated and communicated to our management, including our principal executive and principal financial officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. Disclosure controls and procedures are designed by us to ensure that we record, process, summarize and report within the time periods specified in the SEC's rule and forms the information we must disclose in reports that we file with or submit to the SEC. Ali Dibadj, our Chief Executive Officer, and Roger Thompson, our Chief Financial Officer, reviewed and participated in management's evaluation of the disclosure controls and procedures. Based on this evaluation, Mr. Dibadj and Mr. Thompson concluded that as of the date of their evaluation, our disclosure controls and procedures were effective.

There were no changes in our internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) during the third quarter of 2022 that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II — OTHER INFORMATION

Item 1. Legal Proceedings

See Part I, Item 1. Financial Statements, Note 15 — Commitments and Contingencies.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Common Stock Purchases

On May 3, 2022, the Board approved the 2022 Corporate Buyback Program pursuant to which we are authorized to repurchase up to $200.0 million of our common stock on the NYSE and CDIs on the ASX at any time prior to the date of our 2023 Annual General Meeting of Shareholders. We commenced repurchases under the 2022 Corporate Buyback Program in May 2022. We did not repurchase any shares of common stock or CDIs under the 2022 Corporate Buyback Program during the three months ended September 30, 2022.

Some of our executives and employees obtain rights to receive our common stock as part of their remuneration arrangements and employee entitlements. We usually satisfy these entitlements by transferring shares of existing common stock that we repurchase on-market for this purpose ("Share Plans Repurchases"). During the third quarter 2022, we purchased 466,461 shares on-market for $10.2 million in satisfaction of employee awards and entitlements.

The following is a summary of our common stock repurchases by month during the three months ended September 30, 2022, including repurchases under the 2022 Corporate Buyback Program and Share Plans Repurchases:

Period	Total number of shares purchased	Average price paid per share	Total number of shares purchased as part of publicly announced programs	Approximate U.S. dollar value of shares that may yet be purchased under the programs (end of month, in millions)
July 1, 2022, through July 31, 2022	29,100	23.99	—	$ 144
August 1, 2022, through August 31, 2022	3,554	23.80	—	$ 144
September 1, 2022, through September 30, 2022	433,807	21.62	—	$ 144
Total	**466,461**	**$ 21.78**	**—**	

Items 3, 4 and 5.

Not applicable.

Item 6. Exhibits

Filed with This Report:

Exhibit No.	Document	Regulation S-K Item 601(b) Exhibit No.
31.1	Certification of Ali Dibadj, Chief Executive Officer of Registrant	31
31.2	Certification of Roger Thompson, Chief Financial Officer of Registrant	31
32.1	Certification of Ali Dibadj, Chief Executive Officer of Registrant, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002	32
32.2	Certification of Roger Thompson, Chief Financial Officer of Registrant, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002	32
101.INS	XBRL Instance Document — the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document	101
101.SCH	Inline XBRL Taxonomy Extension Schema Document	101
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document	101
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document	101
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document	101
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document	101
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded in the Inline XBRL document)	104

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: October 31, 2022

Janus Henderson Group plc

/s/ Ali Dibadj

Ali Dibadj,
Chief Executive Officer
(Principal Executive Officer)

/s/ Roger Thompson

Roger Thompson,
Chief Financial Officer
(Principal Financial Officer)

/s/ Brennan Hughes

Brennan Hughes,
Chief Accounting Officer and Treasurer
(Principal Accounting Officer)

Exhibit 31.1

CERTIFICATION

I, Ali Dibadj, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Janus Henderson Group plc;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting that are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Ali Dibadj
Ali Dibadj
Chief Executive Officer

Date: October 31, 2022

A signed original of this written statement required by Section 302 has been provided to Janus Henderson Group plc and will be retained by Janus Henderson Group plc and furnished to the Securities and Exchange Commission or its staff upon request.

Exhibit 31.2

CERTIFICATION

I, Roger Thompson, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Janus Henderson Group plc;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting that are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Roger Thompson
Roger Thompson
Chief Financial Officer

Date: October 31, 2022

A signed original of this written statement required by Section 302 has been provided to Janus Henderson Group plc and will be retained by Janus Henderson Group plc and furnished to the Securities and Exchange Commission or its staff upon request.

Exhibit 32.1

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the quarterly report of Janus Henderson Group plc on Form 10-Q for the quarter ended September 30, 2022, as filed with the Securities and Exchange Commission on the date hereof (the "report"), I, Ali Dibadj, Chief Executive Officer of Janus Henderson Group plc, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the report fairly presents, in all material respects, the financial condition and results of operations of Janus Henderson Group plc.

/s/ Ali Dibadj
Ali Dibadj
Chief Executive Officer

Date: October 31, 2022

A signed original of this written statement required by Section 906 has been provided to Janus Henderson Group plc and will be retained by Janus Henderson Group plc and furnished to the Securities and Exchange Commission or its staff upon request.

Exhibit 32.2

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the quarterly report of Janus Henderson Group plc on Form 10-Q for the quarter ended September 30, 2022, as filed with the Securities and Exchange Commission on the date hereof (the “report”), I, Roger Thompson, Chief Financial Officer of Janus Henderson Group plc, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the report fairly presents, in all material respects, the financial condition and results of operations of Janus Henderson Group plc.

/s/ Roger Thompson
Roger Thompson
Chief Financial Officer

Date: October 31, 2022

A signed original of this written statement required by Section 906 has been provided to Janus Henderson Group plc and will be retained by Janus Henderson Group plc and furnished to the Securities and Exchange Commission or its staff upon request.