SUSTAINABLE CREDIT ACTIVE ETF (MANAGED FUND)

GOOD

Product Disclosure Statement

Issue Date: 29 September 2023
ARSN: 662 889 214
APIR: HGI0694AU
ASX Code: GOOD

This Product Disclosure Statement is issued by Janus Henderson Investors (Australia) Funds Management Limited, ABN 43 164 177 244, AFSL 444268 as responsible entity of the Janus Henderson Sustainable Credit Active ETF (Managed Fund), a class of units in the registered managed investment scheme, the Janus Henderson Sustainable Credit Fund ARSN 662 889 214.

Important information

This Product Disclosure Statement ("**PDS**") is issued by Janus Henderson Investors (Australia) Funds Management Limited, ABN 43 164 177 244, Australian Financial Services Licence ("**AFSL**") 444268 ("**Responsible Entity**", "**Janus Henderson Australia**", "**us**", "**our**", "**we**"), as responsible entity of the Janus Henderson Sustainable Credit Active ETF (Managed Fund) which is a class of units in the registered managed investment scheme, the Janus Henderson Sustainable Credit Fund ARSN 662 889 214 ("**Fund**"). References in this PDS to 'units' or the 'Fund' refers to the Janus Henderson Sustainable Credit Active ETF (Managed Fund) class of units in the Janus Henderson Sustainable Credit Fund ARSN 662 889 214 ("**Scheme**"). All rights and entitlements of a unit relate to the rights, entitlements, liabilities and other amounts referable to the Fund. No other fund, trust or class of units is offered in this PDS. This PDS contains a summary of significant information about the Fund.

It is important that you read this PDS carefully before deciding whether to invest in the Fund. The information provided in this PDS is general information only and does not take account your personal objectives, financial situation or needs. Before making an investment decision on the basis of this PDS, you should consider whether investing in the Fund is appropriate having regard to your objectives, financial situation and needs. You should obtain financial advice tailored to your personal circumstances.

No information or representation in connection with the Fund, which is not contained within this PDS, should be relied upon in making an investment decision about the Fund. No person is authorised to make representations in respect of the Fund which are not contained in this PDS.

An investment in the Fund is subject to investment and other risks, including possible delays in payment and loss of income and capital invested. Investments in the Fund are not deposits with or other liabilities of the Responsible Entity or any of its related bodies corporate, affiliates, associates or officers. None of Janus Henderson Australia, the Manager nor any other Janus Henderson Group PLC entity, their related bodies corporate, affiliates, associates or officers guarantee any particular rate of return or the performance of the Fund, nor do they guarantee the repayment of capital from the Fund. You should consider the key risks in section 5 of this PDS before making an investment decision.

The offer

The offer to subscribe for units in the Fund under this PDS is only available to persons who are, or who have been engaged to act on behalf of persons who have been, authorised as trading participants under Schedule 10A of the ASX Operating Rules ("**AQUA Rules**") or who are otherwise authorised by the ASX to access the AQUA market of the ASX ("**AQUA Market**") through a trading participant ("**Authorised Participants**") and where required, have entered into a relevant Authorised Participant Agreement with Janus Henderson.

Investors who are not Authorised Participants looking to apply for units in the Fund cannot invest through this PDS but can buy units on the AQUA Market. Please consult your stockbroker or financial adviser. Investors who are not Authorised Participants may use this PDS for informational purposes only.

The offer or invitation to subscribe for units in the Fund is only available to persons receiving this PDS (electronically or otherwise) in Australia and is subject to the terms and conditions described in the PDS. This does not constitute an offer or invitation in any jurisdiction, or to any person to whom it would be unlawful to make such an offer.

An application was made to, and approved by, the ASX for units in the Fund to be quoted for trading on the AQUA Market. The units in the Fund were first quoted for trading on the Exchange on 15 March 2023. The units in the Fund are currently quoted for trading on the AQUA Market under the ASX Operating Rules.

For the purposes of this PDS, a "Business Day" means any day other than a Saturday, Sunday or public holiday on which the banks in NSW are generally open for business together with any day on which the ASX is open and any other day notified by the ASX to trading participants and all times are Sydney time. Capitalised terms in this PDS are defined terms and are listed in the Glossary section or defined elsewhere in this PDS.

Changes and updates to this PDS

The information in this PDS is current as at the issue date but may change from time to time. Where information that changes is not materially adverse to unitholders, we will update this information by publishing changes on our website: www.janushenderson.com/en-au/investor/documents/. If there is a materially adverse change to the information contained in this PDS, we will issue a supplementary or new PDS. A paper copy of the PDS and any updated information will be provided, or an electronic copy made available, free of charge on request by contacting the Responsible Entity.

General

All monetary amounts referred to in this PDS are given in Australian dollars and all phone/fax numbers are to phone/fax numbers in Australia (unless otherwise stated). All fees are quoted on an Australian Goods and Services Tax ("**GST**") inclusive basis less any Reduced Input Tax Credits ("**RITCs**") available to the Fund. For the purpose of this PDS, all times are Sydney time.

Contents

1. Key Fund information

Janus Henderson Sustainable Credit Active ETF (Managed Fund)		Where to find more information
Fund name	Janus Henderson Sustainable Credit Active ETF (Managed Fund) ("**Fund**"), being a class of units in the Janus Henderson Sustainable Credit Fund ("**Scheme**")	
Responsible Entity	Janus Henderson Investors (Australia) Funds Management Limited, ABN 43 164 177 244, AFSL 444268	Further details can be found in section 2
Manager	Janus Henderson Investors (Australia) Institutional Funds Management Limited, ABN 16 165 119 531, AFSL 444266 ("**Manager**")	
ARSN of the Scheme	662 889 214	
APIR code	HGI0694AU	
Primary Exchange	ASX	
Ticker	GOOD	
Custodian and Administrator	BNP Paribas	Further information can be found in section 9
Unit Registrar	Computershare Investor Services	Further information can be found in section 9
Investment return objective	The Fund seeks to achieve a total return before fees that exceeds the total return of the Benchmark by 0.75% p.a. over rolling 3 year periods.	Further information can be found in section 3
Benchmark	Bloomberg AusBond Composite 0-5 Yr Index	

Janus Henderson Sustainable Credit Active ETF (Managed Fund)		Where to find more information
Investment strategy	The Fund provides investors with the opportunity to gain exposure to an actively managed diversified credit strategy that seeks to deliver total returns including income and capital growth by investing primarily in debt securities which the Manager considers are issued by entities with robust sustainable practices and/or investments with the potential to enhance outcomes for society's wellbeing and/or protection of the planet. This is done by allocating at least 80% of the assets of the Fund to 'Sustainable' and/or 'Impact' Investments. A 'Sustainable' investment only includes debt securities which the Manager considers are issued by entities with robust sustainable practices or give special consideration to environmental, social and governance ("**ESG**") factors. This is based on the Manager's own assessment, and its proprietary 'Holistic' framework, which is supported by independent standards or assessments including but not limited to the Sustainability Accounting Standards Board, Global Reporting Initiative or assessments by other independent bodies. An 'Impact' investment only includes debt securities which the Manager considers as making, or having the theoretical ability to make, a net positive and measurable impact on its applicable 'People' and/or 'Planet' themes. To be considered for its ability to make a net positive impact, a security would need to do so within a reasonable timeframe (typically 5 years). Evaluation of a security is based on the Manager's own assessment using its proprietary 'Holistic' framework, and may include alignment to the International Capital Market Association principles or Climate Bonds Initiative standards. 'People' and 'Planet' themes are set out in the Investment policy/approach section. There is no minimum allocation to 'Impact' investments. The Fund can also invest up to 20% in liquid assets such as government bonds, semi-government bonds, supranationals, and cash equivalents as well as derivatives for liquidity and risk management purposes. These investments are not required to be 'Sustainable' or 'Impact' investments. Where the Fund invests in non-Australian dollar denominated securities, the associated foreign currency exposure will be as close to fully hedged as is practicable using appropriate derivative instruments. Please see the Investment policy/approach section for more information.	Further information can be found in section 3
Type of investment	The Fund is a managed fund which has been established as a class of units in the registered managed investment scheme, the Janus Henderson Sustainable Credit Fund. The Fund's units will trade on the AQUA Market. The Fund's units are quoted for trading on the AQUA Market. This means investors have the opportunity to buy or sell a diversified portfolio of assets in a single transaction. Exchange traded products, including managed funds, have a number of benefits, including diversification and transparency.	Further information can be found in section 3

Janus Henderson Sustainable Credit Active ETF (Managed Fund)		Where to find more information
Minimum suggested timeframe for holding investment	The Fund is intended to be suitable for investors who are comfortable to invest for at least three years.	
Risk level	**Medium risk** – the Fund is considered a medium investment risk. The key risks associated with this investment are set out in section 5.	
Entering and exiting the Fund		
Applications – Authorised Participants	The offer for units in the Fund made in this PDS is only available to Authorised Participants. Units can only be acquired in whole multiples of 5,000 unless the Responsible Entity agrees otherwise. Every 5,000 units represents one **'Creation Unit'**. Only whole units in the Fund will be issued. A valid application request must be received in our Sydney office before 4.15pm Sydney time on a Business Day (referred to as the "**transaction cut-off time**"). An Authorised Participant may make an application to create units by submitting an authorised email or completing the ETF application/redemption form and paying to the Fund the cash application amount. Once quoted (and subject to market conditions), investors may purchase units on the AQUA Market. The purchase of units on the AQUA Market is not governed by the terms of this PDS and therefore the minimum investment requirements do not apply to units purchased on the AQUA Market.	Further information can be found in section 7
Redemptions – Authorised Participants	Units in the Fund can only be redeemed by an Authorised Participant. Units can only be redeemed in whole multiples of a Creation Unit unless the Responsible Entity agrees otherwise. Only whole units in the Fund will be redeemed. A valid redemption request must be received in our Sydney office before 4.15pm Sydney time on a Business Day (referred to as the "**transaction cut-off time**"). An Authorised Participant can make an application to redeem units by submitting an authorised email or completing the ETF application/redemption form. Once quoted (and subject to market conditions), investors may sell their units on the AQUA Market. The sale of units on the AQUA Market is not governed by the terms of this PDS and therefore the minimum redemption requirement does not apply to units sold on the AQUA Market.	Further information can be found in section 7

Janus Henderson Sustainable Credit Active ETF (Managed Fund)		Where to find more information
Investors who are not Authorised Participants	Generally, investors can only enter and exit the Fund by buying and selling units on the AQUA Market in the same way other products are traded on the AQUA Market. The price at which investors enter and exit the Fund will be the price at which they buy or sell the units on the AQUA Market. Investors who are not Authorised Participants may be able to make an off-market request to withdraw their investments from the Fund directly where trading in units on the AQUA Market has been suspended for five consecutive Business Days in line with the Fund's Constitution.	Further information can be found in section 7
Market liquidity	Investors can buy and sell units from/to other investors in the secondary market in the same way as other exchange quoted securities. The Market Maker may provide liquidity to investors by acting as a buyer and seller of units. The Responsible Entity has entered into a market making agreement with the Market Maker to facilitate this liquidity ("**Market Maker Agreement**").	Further information can be found in section 7
Fees and other costs		
Management fees and costs	The management fees and costs of the Fund are 0.50% p.a. of the asset value of the Fund and consist of: • a management fee: 0.50% p.a. of the asset value of the Fund; and • indirect costs: 0.00% p.a. of the asset value of the Fund.	Further information can be found in section 6
Buy / Sell spread	As at the date of this PDS, the Fund charges 0.06 % for the buy spread and 0.10% for the sell spread.	Further information can be found in section 6
Transaction costs	As at the date of this PDS, the Responsible Entity estimates the net transaction costs incurred by the Fund when buying or selling assets will be 0.02% p.a. of the asset value of the Fund.	Further information can be found in section 6
Other information		
Net asset value	The net asset value ("**NAV**") of the Fund is calculated on each Business Day in accordance with the Constitution. The NAV per unit is derived by dividing the NAV by the number of units on issue in the Fund.	Further information can be found in section 7
Indicative net asset value ("iNAV")	An indicative net asset value ("**iNAV**") will be calculated based on the full portfolio holdings of the Fund and published by a pricing agent on behalf of the Fund throughout the Business Day.	

Janus Henderson Sustainable Credit Active ETF (Managed Fund)		Where to find more information
Distribution frequency	Monthly Information in relation to distributions will be disclosed to the ASX via the ASX Market Announcements Platform. The Fund has a mechanism in place to ensure that the Fund's income is not diluted by the creation of additional units in the Fund.	Further information can be found in section 7
Unit pricing frequency	Daily	Further information can be found in section 9
Website	The following information can be obtained from our website at www.janushenderson.com/GOOD. • the Fund's NAV (monthly); • the Fund's daily NAV per unit; • indicative start of day NAV for the Fund – available daily; • the iNAV for the Fund; • the full portfolio holdings of the Fund – available daily; • the Risk Metrics Report – available daily; • the amount and value of units redeemed in the Fund – available monthly; • copies of announcements made to the ASX via the ASX Market Announcements Platform (including continuous disclosure notices and redemption and distribution information); • the total number of units on issue in the Fund – available within 5 Business Days of the end of each month; • copies of the latest PDS; and • copies of Annual Reports and financial statements.	Further information can be found in section 9

2. About Janus Henderson Investors (Australia) Funds Management Limited

Janus Henderson Australia, the responsible entity of the Fund, is a subsidiary of the global asset management group Janus Henderson Group PLC (“**Janus Henderson**”). Janus Henderson exists to help clients achieve their long-term financial goals. With more than 340 investment professionals globally, we offer a full suite of actively managed investment products across asset classes, spanning equities, fixed income, multi-asset and alternatives. As at 30 June 2023, Janus Henderson had $483.8 billion in assets under management, more than 2,000 employees and offices in 24 cities worldwide.

The Responsible Entity is responsible for the operation of the Fund and has the power to delegate certain duties in accordance with the *Corporations Act 2001* (Cth) ("**Corporations Act**") and the constitution of the Fund (“**Constitution**”). The Responsible Entity has appointed the Manager to manage the investments of the Fund. The Responsible Entity has also appointed BNP Paribas, ARBN 000 000 117 (“**BNP**”) as the custodian (“**Custodian**”) and administrator (“**Administrator**”) for the Fund and Computershare Investor Services Pty Limited ACN 078 279 277 (“**Computershare**”) as the unit registrar for the Fund (“**Unit Registrar**”). Subject to relevant agreements, the Responsible Entity, in its discretion, may change the Custodian and Administrator from time to time and appoint additional service providers.

3. About the Janus Henderson Sustainable Credit Active ETF (Managed Fund)

About the Fund

The Fund is a class of units in the Scheme which will trade on the AQUA Market.

Benefits of investing in the Fund

Significant features

The Fund provides investors with exposure to an actively managed diversified credit strategy that seeks to invest in ‘Sustainable’ and/or ‘Impact’ debt securities. This includes debt securities issued by entities with robust sustainable practices and/or investments with the potential to enhance outcomes for society’s wellbeing and/or protection of the planet, based on the Manager’s assessment. Please see the Investment policy/approach section for more information.

Significant benefits

Investing in the Fund offers a range of benefits, including:

- **Exposure to investment opportunities:** Access to investment opportunities that individual investors may not be able to achieve on their own.
- **A focus on ‘Sustainable’ and/or ‘Impact’ investments:** Access to securities that are issued by entities considered by the Manager as having robust sustainable practices and/or the potential to enhance outcomes for society’s wellbeing and/or protection of the planet, including investments the Manager considers as making, or having the theoretical ability within a reasonable timeframe (typically 5 years) to make a net positive impact on ‘People’ and/or ’Planet’ themes (see 'Impact' Investments below) and investments that give special consideration to ESG factors (see 'Sustainable Investments' below). Please see the Investment policy/approach section for more information.
- **Professional management:** Access to a highly experienced investment management team with a proven track record of managing fixed income portfolios.
- **Global presence:** Access to the investment knowledge and expertise of Janus Henderson’s global network of investment professionals.
- **Diversification**: The Fund will provide you with the ability to diversify your portfolio through holding a single security.
- **Liquidity and transparency**: As a traded security, the Fund enables you to enter and exit your investment on the AQUA Market anytime during trading hours.
- **Access your information:** You can keep regularly updated on your investment in the Fund and access Fund investment performance information at www.janushenderson.com/en-au/investor/documents. In addition you will receive regular unitholder statements and

an annual tax statement and can access these statements through an online portal.

Investment objective

Sustainability Objective

The Fund seeks to invest in debt securities which the Manager expects currently or will in the future contribute positively towards ‘People’ and/or ‘Planet’ themes. These themes include but are not limited to:

‘Planet’ -

- **promote decarbonisation:** which is the reduction or removal of carbon footprint, primarily greenhouse gas emissions, carbon dioxide (CO_2) and methane (CH_4) output into the atmosphere;
- **aid the circular economy:** a model of production and consumption to reduce primary material requirements, optimise processes and products for lower material and waste intensity. This helps to conserve natural resources and reduces emissions and waste;
- **support sustainable buildings:** which through their construction and features, can maintain or improve the quality of life of the environment in which they are located; and
- **protect and promote environmental biodiversity:** the variety of all life forms including plants, animals and micro-organisms, their genes, and the terrestrial, marine and freshwater ecosystems of which they are a part.

‘People’ –

- **support social equality and alleviating poverty:** across wealth, income, gender or race and through provision of affordable housing, job security, food security, access to clean water and other charitable initiatives;
- **encourage inclusion and social diversity:** as it relates to the various factors surrounding society, such as culture, religion, age and disabilities;
- **aid disability support and services**; and
- **promote provision of affordable housing**.

The Manager will monitor these ‘People’ and ‘Planet’ themes. Themes may be added or removed over time as consistent with the Fund’s investment objective and policy.

Performance objective

The Fund seeks to achieve a total return before fees that exceeds the total return of the Benchmark by 0.75% p.a. over rolling three year periods.

Asset allocation

Asset class**	Indicative asset allocation range (as % of NAV)*
Corporate debt	0-100
Hybrids	0-30
Asset backed securities	0-30
Collateralised Loan Obligations	0-20
Loans	0-20
Liquid instruments	0-20

* The maximum aggregate exposure to sub-investment grade securities will not exceed 20% of NAV.

** These are the asset allocation ranges for the Fund. If market movements, investments into or withdrawals from the Fund, or changes in the nature of an investment, cause the Fund to move outside these ranges, or a limit set out in this PDS, this will be addressed by us as soon as reasonably practicable.

Benchmark

Bloomberg AusBond Composite 0-5 Yr Index

Investment policy/approach

The Fund will provide exposure to an actively managed diversified credit strategy that seeks to deliver total returns including income and capital growth by investing primarily in fixed and floating rate debt securities which the Manager considers are issued by entities with robust sustainable practices and/or investments with the potential to enhance outcomes for society’s wellbeing and/or protection of the planet. This is done by allocating at least 80% of the assets of the Fund to 'Sustainable' and/or 'Impact' investments. The Manager considers 'Sustainable' and 'Impact' investments will contribute positively to ‘People’ and/or ‘Planet’ themes specified in the Investment objective, whilst generating market commensurate returns.

The Manager will adopt and apply its own criteria for 'Sustainable' and 'Impact' investments (and for any terminology used to describe them), 'People' and 'Planet' themes, and entities with 'robust sustainable practices,' and 'the potential to enhance outcomes for society's wellbeing and/or protection of the planet,' which may differ from the view or opinion of an individual investor.

The Fund will seek to avoid investments from issuers with products, services, processes or activities that the Manager considers cause significant social and/or environmental harm and do not constitute 'Sustainable' or 'Impact' investments. These investments are excluded via both absolute negative screens and revenue thresholds. See the 'Sustainability-related investment screens' section for more information.

Up to 20% of the Funds asset value can be invested in liquid assets such as government bonds, semi-government bonds, supranationals, and cash equivalents as well as derivatives for liquidity and risk management purposes. These investments are not required to be 'Sustainable' or 'Impact' investments.

Where the Fund invests in non-Australian dollar denominated securities, the associated foreign currency exposure will be as close to fully hedged as is practicable using appropriate derivative instruments.

The robust sustainable practices the Manger considers when assessing an investment, are demonstrated through entities' focus on improving environmental, social, and governance (ESG) performance in the areas in which the Manager considers the organisation has a material environmental or social impact via their operations, value chain, or interactions with customers.

The Manager believes that societal wellbeing, as it relates to the society at large, can be enhanced by supporting issuer activities focused on promoting 'People' themes that align with the Fund Objectives.

The Manager believes that protection of the planet, as it relates to the environment and climate change, can be enhanced by supporting issuer activities focused on promoting 'Planet' themes that align with the Fund Objectives.

The debt securities in which the Fund may invest contribute to these factors by utilising capital generated from investors, to invest in or support projects aligned with the themes. Some examples of investments may include but are not limited to:

'People' – long-term and low-cost finance to registered community housing providers in support of social and affordable housing, financing projects that promote gender equality and the empowerment of women, and capital used for aged care, health care, education, and student housing.

'Planet' – support of activities related to reduction in greenhouse gas emissions via renewable energy projects like solar and wind, construction of low carbon and greener low waste buildings and low carbon rail transport, recycling, water, waste and packaging reduction programs.

'Holistic' framework

To achieve the investment objective, the Fund utilises the Janus Henderson Australian Fixed Interest team's proprietary 'Holistic' framework. This framework combines qualitative ESG assessments from our experienced credit analysts, ESG metrics of the issuers (e.g. greenhouse gas emissions, net zero targets, biodiversity policy, water policy, waste reduction, gender equality measures, etc) sourced via third party providers and/or directly from the issuers as well as third party opinions/ratings from research houses. Once the data has been gathered, this framework assesses each entity's sustainable practices by observing the credentials of the industry in which it operates, and assesses an issuer's core products and services, processes (how it is offered) and ESG controversies (i.e major events in which the issuer is involved, which can negatively affect its ESG metrics). The available inputs are used to identify companies the Manager considers have high or poorly managed ESG risks. Where the Manager relies on third party data and this data is incorrect, there may be a risk that the accuracy or effectiveness of certain ESG metrics used in the 'Holistic' framework may be affected.

To complement this, we may also utilise our active stewardship and engagement activities, through which we seek to better understand, companies' current ESG practices, corporate governance structure and the quality and behaviour of corporate leadership and executive management, and pathway/objectives for future sustainable practices among other things. We seek to assess the ability of the company's leadership team to implement effective environmental and social risk reduction and mitigation strategies in its operations. Please see 'Stewardship activities' below for more information.

The 'Holistic' framework scores issuers into 1 of 4 rankings with 1 being for companies with the highest ESG credentials while 4 indicates poor practice or elevated ESG risk. The score is an assessment which uses the framework inputs and ESG factors which are prioritised according to relevance for each sector/issuer. Higher ranking issuers will indicate strong alignment with robust sustainable practices and are eligible for investment. The Manager considers companies with scores between 1 to 3 can be eligible for investment. Issuers scored with a ranking of 4 will not be included for investment. Where an eligible issuer falls to a ranking of 4, it will limit the Manager's ability to add further exposure. The Manager would seek to divest the holding subject to the prevailing market conditions and having regard to the best interest of investors.

What the Manager invests in

The Fund will typically invest in a diversified portfolio of Australian and global investment grade and sub-investment grade securities, which can be listed or unlisted.

The Fund is designed to leverage the considerable expertise of the Manager and gives them the flexibility to actively allocate the Fund's assets geographically and across the credit ratings spectrum. The Manager considers the risk and return outcomes of the securities and how the Fund may benefit from diversification across less correlated credit market sectors.

The Manager's approach is to determine the overall level of credit and duration risk in the Fund by taking a top down approach, which considers trends in credit fundamentals, market dynamics and current valuations. The Manager then works to construct and maintain a well-diversified portfolio that aims to offer the best risk-adjusted returns within the Fund's risk framework.

'Sustainable' and/or 'Impact' investments

At least 80% of the Fund's assets will be invested in 'Sustainable' and/or 'Impact' Investments, as defined below. There is no minimum allocation to 'Impact' investments.

'Sustainable' Investments

A 'Sustainable' investment only includes debt securities which the Manager considers are issued by entities with robust sustainable practices or give special consideration to ESG factors. This is based on the Manager's own assessment and sustainability criteria, and its proprietary 'Holistic' framework.

'Sustainable' investments are assessed as meeting the Manager's sustainability criteria. The criteria is a qualitative assessment of the security and/or issuer's sustainability framework and the ability of issuers to offer their core products and services in a manner without material harmful contribution on 'People' and/or 'Planet' themes. This assessment can be supported by independent standards or assessments such as but not limited to the Sustainability Accounting Standards Board, Global Reporting Initiative or assessments by other independent bodies.

'Sustainable' investments may include labelled 'use of proceeds' bonds (Green, Social and Sustainability Bonds), sustainability-linked securities, issuers and or securities that are considered to be sustainable by the Manager.

The Manager may also invest in securities from issuers that the Manager considers satisfy its criteria for 'Sustainable' investments above as it considers the issuer will improve their sustainable practices as it relates to ESG performance within a reasonable timeframe, typically 5 years.

Material harmful contribution can involve exposure to the sustainability-related investment screens, significant ESG controversies, or practices identified by the 'Holistic' framework that could substantively contribute contrary to the Investment Objectives and 'People and Planet' themes.

'Impact' Investments

An 'Impact' investment will generally be a subset of a 'Sustainable' investment and only includes debt securities which the Manager considers as making, or having the theoretical ability to make, a net positive and measurable impact on its applicable 'People' and/or 'Planet' themes. The Fund may make investments which do not meet the 'Sustainable' investment criteria, but which the Manager considers do meet 'Impact' investment criteria. To be considered for its ability to make a net positive impact, a security would need to do so within a reasonable timeframe (typically 5 years). Evaluation of a security is based on the Manager's own assessment using its proprietary 'Holistic' framework. Investments may include alignment to the International Capital Market Association principles or Climate Bonds Initiative standards, or other third party assurance. There is no minimum allocation to 'Impact' investments.

Theoretical ability refers to at the point of investment the Manager makes an assessment based on knowledge at the time that the issuer has the intent and means to achieve impact objectives by a future date. This is a determination that the impact is possible and likely to occur, but not a guarantee that future impacts are realised.

'Impact' investments benefit or have the theoretical ability to benefit societal wellbeing and/or the protection of the planet, where investors are also appropriately compensated for investment risks and can generate a commensurate market return. These investments are selected after applying the Manager's internal Holistic framework, issuer engagement and investment stewardship activities where applicable and may include labelled 'use of proceeds' bonds (i.e. Green, Social and Sustainability Bonds), sustainability-linked securities (which are generally performance-based bonds where interest or coupon rates fluctuate based on whether the issuer meets its sustainability objective) and investment in the issuers of those securities.

Consistent with the Fund's focus, the Manager aims to invest consistent with but not limited to the following areas:

- Assist in the facilitation of the economy to transition to a green economy through use of renewable energy sources.
- Assist in the transition to net zero carbon emissions by 2050.
- Promotes funding of newer climate technologies including solar, wind, hydro as well as improving waste management.
- Encourages preservation of biodiversity through business practice and product improvements.
- Invests in companies that dedicate use of proceeds or are best in class in improvements of building construction, waste management, and energy efficiency.
- Invests in social bonds in which use of proceeds are used to address affordable housing, inequality, diversity and inclusion, building facilities for those with a disability and gender equality.

Impact Measurement

The Manager assesses the net positive impact of each 'Impact' investment on a case by case basis. The measures used to determine whether the Manager deems the impact significant enough for the investment to remain or be added to the portfolio, will be based on the characteristics of the investment and any targets which form part of the investment, and may not include specific objective standards. Investments may target particular objectives aligned to 'People' and/or 'Planet' factors such as carbon emission reduction goals or gender diversity targets and some will be assessed based on what the Manager considers to be a net positive impact to 'People' and/or 'Planet'.

The Manager measures the impact of each investment (or its issuer if applicable) before investing and every year which the investment remains in the portfolio. This assessment will include:

1. Application of the negative screens (outlined below);
2. Undertaking the Manager's long standing 'gated' credit approval process (outlined below); and
3. Measuring and analysis of issuer ESG performance data.

The Manager's gated credit approval process is where issuers are considered in terms of ESG Risk, Business Risk, Financial Risk and Management Risk.

Examples of impact measurement can include but are not limited to:

People

- Affordable and disability housing supported;
- equality and inclusiveness (representation on board, executive, or total employees) and affirmative action policies, gender pay gaps; and
- contribution back into the communities served.

Planet

- Carbon emission reduction over time and net zero targets by specific years;
- waste reduction, landfill diversion and recycling; and
- renewable energy usage.

Sustainability-related investment screens

We use negative screens to seek to avoid issuers with products or operations we consider are directly associated with the below criteria:

Tobacco Production - We avoid companies that engage in activities related to the production of tobacco products, including alternative smoking products.

Controversial armaments - We avoid companies involved in the direct production of controversial weapons including the direct production of land mines, cluster munitions, biological/chemical weapons and nuclear weapons.

Pornography - Companies that publish, print or distribute newspapers or magazine or distribute films or videos classed as pornographic material.

In addition, we avoid issuers with products or operations where such activities account for 10% or more of an issuer's total or gross revenue. Where total or gross revenue is unavailable, revenue as reported by the company in its financial statement may be used. The Manager relies on data from third-party providers to apply revenue-based negative screens:

Controversial fossil fuel extraction and refining - Companies engaged in extraction of fossil fuels from oil sands, thermal coal extraction and arctic drilling and exploration.

Alcohol - Companies involved in the production of alcohol.

Gambling - Companies with activity in the operation of gambling.

Tobacco - Companies that engage in activities related to the sale of tobacco products.

The 'liquid' assets in which the Fund may invest (up to 20% of the Fund's asset value can be invested in liquid assets) may not be subject to these investment screens due to a lack of available data from the third party providers.The Fund may have limited indirect exposure to excluded investments from time to time. While the Manager has systems and controls in place to oversee and review information provided by third parties, errors or undisclosed changes from third parties may result in inadvertent exposure to otherwise excluded investments.

Stewardship activities

We seek to undertake active engagement with issuers when we identify negative industries with their supply chain, areas which do not align with our criteria for Sustainable and/or Impact investments, or where an issuer is at risk of falling short of robust sustainable practices and/or impact measures and relevant investment screens. If we identify these issues using our 'Holistic' framework, the Manager, will seek to engage directly with issuers, and undertake investment stewardship activities which provides the opportunity for us to actively discuss any areas of concern and gain a deeper understanding of how firms are managing their ESG risks. Our stewardship activity can include encouraging, probing, advocating for change that the Manager considers has or should in theory have a net positive impact on 'People' and/or 'Planet' themes over time. These activities may be undertaken directly with management of the issuer, in collaboration with the issuer to establish goals, in a group with other investors, or through the publication of materials aimed to encourage the issuer to make a change. In the event we are undertaking significant stewardship activities, we will provide updates to investors of any outcomes we consider significant. While Stewardship is an important part of our investment strategy, we cannot guarantee our influence will change the issuer's behaviour.

The Fund's 'Investment Principles' document provides some general information about the Fund's investment policy, and is available at https://www.janushenderson.com/en-au/investor/product/sustainable-credit-fund/.

Derivative use

Derivatives may be used solely for investment and risk management purposes and cannot be used to gear the Fund. The Fund will always hold 90% or more of the NAV of the Fund in Australian and international fixed interest securities, cash, cash equivalents and no more than 10% of the NAV in aggregate derivative value (excluding those used to hedge interest rate risk or foreign exchange risk of the underlying assets) apart from in exceptional circumstances, in which case the Manager is required to take action as soon as practicable to reduce the exposure below 10%.

The Fund may use over-the-counter ("**OTC**") derivatives. The form of collateral held for OTC derivatives is legally agreed between counterparties and will be limited to those permitted under the ASX Operating Rules. Cash is an example of an approved collateral instrument.

For OTC derivatives, limits on counterparty exposure are in place so that the Fund's portfolios do not have excessive counterparty exposure and margining is managed daily. The aggregate exposure of the Fund to all OTC derivative counterparties, including assets held by the Fund as collateral under an OTC derivative, is managed so that it does not exceed a maximum of 10% of the NAV of the Fund.

In respect of the OTC derivatives, the Responsible Entity must disclose on a monthly basis:

- the aggregate exposure of the Fund to all OTC derivative counterparties as a percentage of the NAV of the Fund; and

- the value of the assets held by the Fund (excluding the value of the OTC derivatives but including any collateral obtained under the OTC derivatives) as a percentage of the NAV of the Fund.

Labour standards and environmental, social and ethical considerations

Janus Henderson is a signatory of the United Nations Principles for Responsible Investment (**UNPRI**), a set of voluntary and aspirational principles giving a framework for the integration of ESG issues (as defined by the UNPRI) into mainstream investment decision making and ownership practices.

Janus Henderson has applied firm-wide baseline exclusions for exposure to entities which currently manufacture, or which hold a minority shareholding of 20% or greater in an entity which manufactures:

- Cluster munitions;
- Anti-personnel mines;
- Chemical weapons; and
- Biological weapons.

The Manager (as a subsidiary of Janus Henderson) applies these firm-wide exclusions to the Fund.

These firm-wide exclusions do not apply to exposure obtained via derivatives or exposure obtained via passive products (including Exchange Traded Funds) intended to track a benchmark.

The Responsible Entity has delegated investment decisions for the purposes of selecting, retaining or realising investments for the Fund to the Manager pursuant to the investment management agreement. Therefore, the Responsible Entity does not itself take into account labour standards, environmental, social or ethical considerations for the purpose of selecting, retaining or realising investments for the Fund.

The Manager takes labour standards, environmental, social and ethical considerations into account when selecting, retaining or realising investments.

The Manager will also take into account labour standards and ethical considerations generally. The labour standards will normally include gender equality, assessing and measuring investments against the International Labour Organisation Standards and United Nations Declarations which cover labour practices, working conditions, industrial relations and community resettlement rights of indigenous peoples.

The Manager does not implement a weighting system for taking into account environmental and social considerations. However, the Manager seeks to avoid those businesses involved in activities that the Manager considers cause significant social and/or environmental harm and do not constitute 'Sustainable' or 'Impact' investments.

The Janus Henderson Responsible Investment and Governance (“**RI&G**”) Team supports the investment teams of Janus Henderson and its affiliated entities on stewardship issues which includes company engagement and proxy voting, as well as providing research on ESG issues. The RI&G Team also conducts research and engages with companies on a wide range of other key financially material ESG issues such as biodiversity, human capital management and access to medicine, and leads on our participation in external ESG initiatives and collaborations.

The RI&G Team supports the Responsible Entity and the Investment Manager in relation to the Fund on ESG issues.

In addition to the investment policy above the Manager monitors and reviews ESG issues in respect of the Fund’s investments on a case by case basis and may take steps to realise, reduce or cease making further investments in organisations or securities which are negatively affected by ESG issues. Except as stated in the Investment Policy section, the Manager has no set timeframe for monitoring and reviewing investments.

4. About the AQUA Rules

AQUA Rules Framework

An application has been made to the ASX for units in the Fund to be quoted for trading on the AQUA Market under the AQUA Rules. The AQUA Rules form part of the ASX Operating Rules. The Fund will not be listed on the ASX under the ASX Listing Rules.

The AQUA Rules have been designed to offer greater flexibility and are specifically designed for managed funds, ETFs and structured products.

In operational terms, the market for products quoted under the AQUA Rules operates in the same way that it does for listed equities, with continuous matching of bids and offers and an opening and closing auction.

As most investors are more familiar with the ASX Listing Rules, it is important to note the main differences between the AQUA Rules and the ASX Listing Rules which are set out below.

Requirement	ASX Listing Rules	AQUA Rules
Control	An issuer controls the value of its own securities and the business it runs. The value of those securities is directly influenced by the equity issuer's performance and conduct. E.g. the management and board generally control the fate of the business and, therefore, have direct influence over the share price.	An issuer of a product quoted under the AQUA Rules does not control the value of the assets underlying its product. It offers a product that gives investors exposure to underlying assets – such as shares, bonds, indices, currencies or commodities. The value (price) of products quoted under the AQUA Rules is dependent on the performance of the underlying assets rather than the financial performance of the issuer itself e.g. a managed fund issuer does not control the value of the shares it invests in.
Continuous disclosure	Products under the ASX Listing Rules are subject to the continuous disclosure requirements under ASX Listing Rule 3.1 and section 674 of the Corporations Act.	Issuers of products quoted under the AQUA Rules are not subject to the continuous disclosure requirements under ASX Listing Rule 3.1 and section 674 of the Corporations Act but must disclose information about: • the net tangible assets (NTA) or the NAV of the Fund; • dividends, distributions and other disbursements; • redemptions; and • any other information that is required to be disclosed to ASIC under section 675 of the Corporations Act must be disclosed to ASX via the ASX Market Announcements Platform at the same time it is disclosed to ASIC. The AQUA Rules require an issuer of a product quoted under the AQUA Rules to provide the ASX with information that the non-disclosure of which may lead to the establishment of a false market in its products or would materially affect the price of its products.

Requirement	ASX Listing Rules	AQUA Rules
Periodic disclosure	Products under the ASX Listing Rules are required to disclose half yearly and annual financial information or annual reports under Chapter 4 of the ASX Listing Rules.	Issuers of products quoted under the AQUA Rules are not required to disclose half yearly and annual financial information or annual reports to the ASX. However, the Responsible Entity is required to lodge with ASIC and disclose to the ASX the Fund's financial reports (as required under Chapter 2M of the Corporations Act).
Corporate control	Requirements in the Corporations Act and ASX Listing Rules in relation to matters such as replacement of the Responsible Entity, takeovers, buy-backs, change of capital, new issues, restricted securities, directors' interests and substantial shareholding disclosures apply to companies and schemes.	Certain requirements in the Corporations Act and the ASX Listing Rules in relation to matters such as takeover bids, buy-backs, change of capital, new issues, restricted securities, disclosure of directors' interests and substantial shareholdings that apply to companies and listed schemes do not apply to products quoted under the AQUA Rules. Issuers of products quoted under the AQUA Rules are subject to general requirements to provide the ASX with any information concerning itself that may lead to the establishment of a false market or materially affect the price of its products. Section 601FM of the Corporations Act continues to apply in relation to the removal of a responsible entity of a registered managed investment scheme by an extraordinary resolution of members.
Related party transactions	Chapter 10 of the ASX Listing Rules, relating to transactions between an entity and persons in a position to influence the entity, specifies controls over related party transactions.	Chapter 10 of the ASX Listing Rules does not apply to AQUA products . Responsible entities of registered managed investment schemes are required to comply with the related party requirements in Part 5C.7 and Chapter 2E of the Corporations Act.
Auditor rotation requirements	There are specific requirements regarding auditor rotation in Part 2M.4 Division 5 of the Corporations Act.	Issuers of products quoted under the AQUA Rules are not subject to the requirements under Part 2M.4 Division 5 of the Corporations Act. Responsible entities of registered managed investment schemes will continue to be required to undertake an independent audit of its compliance with its scheme's compliance plan in accordance with section 601HG of the Corporations Act.
Disclosure	Entities admitted under the ASX Listing Rules are subject to the requirements of the Corporations Act in relation to the issue of an offer document.	Products quoted under the AQUA Rules will also be subject to the requirements of the Corporations Act in relation to the issue of a PDS.

CHESS

The Clearing House Electronic Subregister System ("**CHESS**") performs two major functions for the AQUA Market:

- facilitates the clearing and settlement of trades in products and shares traded on the AQUA Market; and
- provides an electronic subregister for products and shares traded on the AQUA Market.

The Unit Registrar will maintain an electronic subregister with CHESS on behalf of the Responsible Entity. The Responsible Entity will not issue investors with certificates in respect of their units. Rather, when investors purchase units on the AQUA Market, Issuer Sponsored Holders will receive a holding statement from the Unit Registrar which will set out the number of units they hold, together with the ‘Securityholder Reference Number’. CHESS Holders will receive a holding statement which will set out the number of units they hold, together with a ‘Holder Identification Number’ allocated by CHESS.

5. Investment risks

All investments carry risk. Different strategies may carry different levels of risk, depending on the assets that make up the strategy. Assets with the highest long-term returns may also carry the highest level of short term risk.

There are significant risks associated with managed investment schemes generally. The level of risk for each person will vary depending on a range of personal factors including your age, investment time frame, where other parts of your wealth are invested and your risk tolerance.

The value of your investment will vary over time. The level of returns will vary and future returns may differ from past returns. Returns are not guaranteed and you may lose some of your money. Laws affecting registered managed investment schemes may change in the future.

None of the Responsible Entity, its associates or its related bodies corporate guarantees that the investment objective will be achieved, that you will earn any return on your investment or that your investment will gain in value or retain its value.

The key risks of investing in the Fund are:

Key risk	Description of risk
Interest rate risk	The risk that fixed interest securities will decline in value because of changes in interest rates. For example, as interest rates rise, the value of certain securities held by the Fund may decrease in value. This risk increases as the term of the security (duration) increases.
Credit risk	The risk that the issuer of a fixed interest security in which the Fund invests may not meet its obligations in full and/or on time to pay interest and repay capital. For example, the Fund could lose money if the issuer of a fixed interest security is unable or unwilling to make interest or principal payments on a fixed interest security that is held by the Fund.
Market risk	The risk that the market price of an investment may fluctuate as a result of factors such as economic conditions, regulations, sentiment and geopolitical events as well as environment, social and technological changes such as pandemics. These fluctuations will affect the value of the investments in the Fund which will impact the NAV price and the market price of the Fund.
Active management risk	The risk that the Fund's performance may deviate significantly from the performance of the Benchmark due to the active management of the Manager. The Fund does not invest in a predetermined basket of securities such as an index and so weightings to investments will differ from the Benchmark.
ESG investment risk	The Fund integrates ESG issues in its investment decision making, which may cause it to be overweight and/or underweight in certain sectors and thus perform differently than funds that have a similar objective but which do not integrate ESG investment criteria when selecting securities. Investors may have differing views, opinions and understanding of the meaning of sustainability and ESG-related terminology used in this PDS to the Manager. See section 3 for more information about integration of ESG into the Funds investment policy.
Derivatives risk	The risk that the value of a derivative fails to move in line with the underlying asset or as expected, or the risk of potential illiquidity in a derivative and the possibility that the derivative position is difficult or costly to reverse. The Fund

Key risk	Description of risk
	may invest in both exchange traded and OTC derivatives to pursue its investment strategy and for risk management purposes. In relation to OTC derivatives, exposure to counterparty risk exists as well as the risk that contractual obligations may be non-standard or differ as between counterparties.
Liquidity risk	The risk that the Fund may be exposed to securities which may be difficult or impossible to sell, either due to factors specific to that security or to prevailing market conditions. It may not be possible to sell such securities when it is desirable to do so or to realise what the Manager perceives to be their fair value in the event of a sale.
Manager risk	The risk that the Manager will not achieve the Fund's stated investment objectives and/or it may underperform the Benchmark or may not deliver returns that compare favourably to other investment managers in the same asset class. Many factors can negatively impact the Manager’s ability to generate acceptable returns, including for example, loss of key staff.
Currency risk	The risk that the value of investments of the Fund will change due to movements in the exchange rate between the local currency and the Australian dollar. This risk can arise because the Fund may hold securities domiciled outside Australia or securities denominated in currencies other than the Australian dollar. While any foreign currency exposure will be as close to fully hedged as is practicable, there is a risk the Fund may be under or over-hedged from time to time.
Counterparty risk	The risk that loss from the failure of another party (a counterparty) to a contract to meet its obligations occurs. Counterparty risk arises primarily from ‘over-the-counter’ transactions involving derivatives. Substantial losses can be incurred by the Fund if a counterparty is unable or unwilling to meet its contractual obligations. Counterparty risk may arise in creation/ redemption transactions involving an Authorised Participant. The Responsible Entity mitigates this risk by performing high quality credit checks for all Authorised Participants. The Fund is also, to a certain extent, reliant on external service providers, such as the Unit Registrar, Custodian and Administrator to provide services in connection with the operation of the Fund. There is a risk that these service providers may default on the performance of their obligations or seek to terminate these arrangements resulting in the Fund having to seek an alternative service provider meaning that investment activities and other functions of the Fund may be affected.
Security specific risk	The risk that investments by the Fund in a security will be subject to many of the risks to which that particular security is itself exposed. These risks may impact the value of the security. These risks include factors such as changes in management, actions of competitors and regulators, changes in technology and market trends. These factors may cause a security to perform adversely and where the Fund has exposure to that security may reduce the unit price of the Fund.

Key risk	Description of risk
Fund risk	The risk that changes to the Fund, such as termination of the Fund, changes to fees, or changes in government policies (including taxation), regulations and laws that may affect the Fund, can have an impact on your potential investment return.
Trading risk	The Fund is quoted for trading on the AQUA Market under the AQUA Rules and there is a risk that the ASX may under certain circumstances suspend trading or even remove the Fund from quotation on the AQUA Market. Under these circumstances, we may take measures, such as suspending the creation and redemption process, removing the Fund from quotation on the AQUA Market or we may potentially terminate the Fund. The ASX also imposes certain requirements for the units to continue to be quoted. To mitigate the risk in relation to the Fund, we will use our best endeavours to meet all ASX requirements to ensure the units in the Fund remain quoted, including putting in place compliance and monitoring procedures. However, there is no guarantee that these requirements will always be met.
Market making risk	Under the AQUA Rules, the Responsible Entity has certain market making obligations in respect of the Fund, in particular to facilitate an orderly and liquid market, and to meet these obligations the Responsible Entity has appointed a lead market maker. Notwithstanding, there are no assurances that there will be a liquid market for the Fund, and an investor's ability to buy or sell units may be restricted. Whilst we monitor our market maker(s)' ability to maintain continuous liquidity to the market, there is no guarantee that these requirements will always be met.
iNAV risk	At any time, the price at which the units in the Fund trade on the AQUA Market may not reflect accurately the NAV of each such unit. The adoption of a robust pricing methodology for the iNAV is intended to minimise this differential, as is the role of the market maker but will not be able to eliminate it entirely. The market price and iNAV price may also deviate because the market price of the units in the Fund is a function of supply and demand amongst investors wishing to buy and sell such units and the bid-offer spread the market maker is willing to quote for those units. The iNAV is indicative only and may incorporate securities for which there is no live market price at the time of calculation and so it may not reflect the actual value of the underlying assets of the Fund.
Third party data risk	While the Manager has systems and controls in place to oversee and review information provided by third parties, there is a risk that errors or undisclosed changes from third parties may result in inadvertent exposure to otherwise excluded investments.
Class risk	The Fund has been established as a separate class of units in the Scheme, an existing registered managed investment scheme. The Constitution provides that the assets are held on trust for the investors. There is a risk that investors of different classes, such as the Fund, may be exposed to liabilities of another class of units and they could lose some or all of their investment in the Fund. There is also a risk that in the event of an insolvency, the assets of the Fund could be made available to creditors of another class of units in respect of the Scheme.

Key risk	Description of risk
Settlement risk	The Fund may be exposed to settlement risk as the Fund is reliant on the operation of CHESS in respect of the application and redemption processes associated with units in the Fund. The operation of CHESS means that the issue of units can proceed independently of the transfer of the consideration for the units. That is, the units could be transferred to the Authorised Participant despite the fact the Authorised Participant has not complied with its obligation to deliver the cash application amount. If an Authorised Participant fails to comply with its settlement obligations, this may adversely impact upon the Fund. Similarly, the Fund may also suffer a loss where the Authorised Participant fails to deliver units in relation to a redemption. The risk is partly mitigated as participants in CHESS are subject to rules of participation, which include sanctions if there is a failure to meet their obligations.
Withdrawal risk	If a situation occurs where the assets that the Fund invests in are no longer able to be readily bought and sold, or market events reduce the liquidity of a security or asset class, there is a risk that the timeframe for meeting withdrawal requests may not be able to be met. This is because it may take longer for the Fund to sell these types of investments at an acceptable price. In this case, withdrawals from the Fund may take significantly longer.
Regulatory and tax risk	Laws affecting managed investment schemes may change in the future. Investing in foreign markets with different legal, tax and regulatory systems means that foreign investments are exposed to more risk than Australian assets because of potential changes in legal and regulatory policies, including ongoing compliance and registration requirements.

6. Fees and other costs

DID YOU KNOW?

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns.

For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30 year period

(for example, reduce it from $100 000 to $80 000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.

You may be able to negotiate to pay lower fees. Ask the fund or your financial adviser.

TO FIND OUT MORE

If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) Moneysmart website (www.moneysmart.gov.au) has a managed funds fee calculator to help you check out different fee options.

WARNING: Additional fees may be paid to a financial adviser if you have consulted a financial adviser. You should refer to the Statement of Advice provided by your financial adviser in which details of the fees are set out. If you are investing in the Fund via an IDPS operator, you will need to consider the fees and other costs of the IDPS when calculating the total cost of your investment.

Fees and other costs

The information in the table below shows the fees and other costs that you may be charged and can be used to compare costs between different managed investment schemes.

These fees and costs can be paid directly from your investment, deducted from your investment returns or from the assets of the managed investment scheme as a whole.

Taxes are set out in section 8 of this PDS.

You can use the ASIC managed funds fee calculator to calculate the effect of fees and costs on your account balances. You should read all the information about fees and costs because it is important to understand their impact on your investment.

Fees and Costs Summary Janus Henderson Sustainable Credit Active ETF (Managed Fund)		
Type of fee or cost	**Amount**	**How and when paid**
Ongoing annual fees and costs		
***Management fees and costs*[1, 4, 5]** **The fees and costs for managing your investment**	0.50% p.a. of the gross asset value of the Fund. As at the date of this PDS, the management fees and costs consist of: **Management Fee**[2] 0.50% p.a. of the Fund's gross asset value **Recoverable Expenses** 0.00% p.a. of the Fund's gross asset value **Indirect Costs** 0.00% p.a. of the Fund's gross asset value	The Management Fee is calculated and accrued daily as a percentage of the Fund's gross asset value. The fee is deducted from the assets of the Fund monthly in arrears on the last calendar day of each month. The recoverable expenses are calculated and accrued daily as a percentage of the Fund's gross asset value. The amount is deducted from the Fund's assets monthly in arrears on the last calendar day of each month. The indirect costs are deducted from the assets of the Fund as and when they are incurred and reflected in the asset value of the Fund and are not charged separately to unitholders.
Performance fees **Amounts deducted from your investment in relation to the performance of the product**	Nil	The Fund does not charge a performance fee.
Transaction costs **The costs incurred by the scheme when buying or selling assets**	0.02% p.a. of the asset value of the Fund.[3]	Transaction costs are the costs associated with the buying and selling of the Fund's assets and include costs such as brokerage, clearing costs, stamp duty and bid-offer spreads being applied when assets are bought and sold. Shown net of the buy-sell spread.
Member activity related fees and costs (fees for services or when your money moves in or out of the product)		
Establishment fee **The fee to open your investment**	Nil	Not applicable
Contribution fee **The fee on each amount contributed to your investment**	Nil	Not applicable
Buy-sell spread **An amount deducted from your investment representing costs incurred in transactions by the scheme**	**If you are an Authorised Participant:** Buy 0.06% Sell 0.10%	The buy/sell spread is a fee paid to the Fund to cover transactional costs incurred when applications and redemptions are made. Payable only by Authorised Participants.[6]

	If you are not an Authorised Participant: Nil	
Withdrawal fee **The fee on each amount you take out of your investment**	Nil	Not applicable
Exit fee **The fee to close your investment**	Nil	Not applicable
Switching fee **The fee for changing investment options**	Nil	Not applicable

[1] All estimates of fees and costs in this section are based on information available as at the date of this PDS. These figures reflect the Responsible Entity's reasonable estimates at the date of this PDS of the costs for the 12-month period of the current financial year.

[2] For wholesale investors the Responsible Entity may, in its discretion and in accordance with relevant ASIC policy and the Corporations Act, negotiate and agree a rebate or waiver of part of the management fee to a person who acquires an interest in the Fund in response to an offer made to them as a wholesale client within the meaning of section 761G of the Corporations Act. Please refer to 'Differential fees' below for further information.

[3] As the Fund is newly established, this figure reflects the Responsible Entity's reasonable estimates at the date of this PDS. This figure is net of transaction costs for which the Responsible Entity reimburses the Fund. For more information on transaction costs see ‘Transaction costs’ and under the heading ‘Additional Explanation of Fees and Costs’.

[4] Unless otherwise stated, all fees and costs quoted in this PDS are quoted on an Australian GST inclusive basis and net of any applicable reduced input tax credits (“**RITCs**”).

[5] As the management fee is calculated on a gross asset value basis, the other components of the management fees and costs have been converted to and also disclosed on a gross asset value basis (as opposed to net asset value basis).

[6] An Authorised Participant is a financial institution which is a trading participant under the ASX Operating Rules who (or which has engaged a trading participant to act on its behalf) which has entered into an agreement with the Responsible Entity in relation to Unit applications and redemptions. Unitholders who are not Authorised Participants may be charged a redemption fee if they redeem units pursuant to their right to redeem in the special circumstances. Please see "Sell spread for non-Authorised Participants" under the heading “Additional Explanation of Fees and Costs” for more information.

Example of annual fees and costs for the Fund

This table gives an example of how the ongoing annual fees and costs in the Fund can affect your investment over a one year period. You should use this table to compare this product with other products offered by managed investment schemes.

EXAMPLE – Janus Henderson Sustainable Credit Active ETF (Managed Fund)		Balance of $50,000 with a contribution of $5,000 during the year[1]
Contribution fees	Nil	For every additional $5,000 you put in, you will be charged **$0**.
PLUS Management fees and costs[3, 5]	0.50% p.a. of the asset value of the Fund.	**And,** for every $50,000 you have in the Fund, you will be charged **$250** each year.
PLUS Performance fees	Nil	**And,** for every $50,000 you have in the Fund, you will be charged **$0** each year.
PLUS Transaction costs	0.02% p.a. of the asset value of the Fund.	**And,** for every $50,000 you have in the Fund, you will be charged **$10** each year. [6]
EQUALS Cost of Fund	If you had an investment of $50,000 at the beginning of the year and you put in an additional $5,000 during that year[1], you would be charged fees of $260[2, 4]. **What it costs you will depend on the investment option you chose and the fees you negotiate.**	

[1] This example assumes the $5,000 contribution occurs on the last Business Day of that year, that the value of the investment is otherwise consistent and therefore the management fees and costs are calculated using the $50,000 balance only.

[2] In practice, the actual investment balance of the Fund will vary daily and the actual fees and costs charged which are based on the asset value of the Fund will therefore also vary daily.

[3] Please refer to footnote 1 set out in the ‘Fees and costs’ table above.

[4] Additional fees may apply. Please see 'Additional explanation of fees and costs' below for further information.

[5] As the management fee is calculated on a gross asset value basis, the other components of the management fees and costs have been converted to and also disclosed on a gross asset value basis (as opposed to net asset value basis).

[6] This reflects the Responsible Entity's reasonable estimates of the transaction costs for the 12-month period of the current financial year at the date of this PDS. This figure is net of transaction costs for which the Responsible Entity reimburses the Fund. For more information on transaction costs see ‘Transaction costs’ and under the heading ‘Additional Explanation of Fees and Costs’.

Additional explanation of fees and costs

Management fees and costs of the Janus Henderson Sustainable Credit Active ETF (Managed Fund)

Management fees and costs comprise of the ongoing fees and costs that a unitholder incurs by investing in the Fund rather than investing directly in the underlying assets. Management fees and costs are payable from the Fund's assets and are not paid directly from your investment. As at the date of this PDS, management fees and costs of the Fund comprise of a management fee, recoverable expenses and indirect costs.

Management fee
The management fee of 0.50% p.a. of the asset value of the Fund is payable to the Responsible Entity for managing the assets of the Fund and overseeing the operations of the Fund (“**Management Fee**”). The Management Fee is calculated and accrued daily and is paid from the assets of the Fund monthly in arrears on the last calendar day of each month. If we increase the Management Fee, we will provide you with 30 days’ written notice in advance.

Recoverable expenses

The Constitution allows the Responsible Entity to be reimbursed for expenses incurred in the proper performance of the Fund’s day to day operations. As at the date of this PDS, the Responsible Entity pays these ordinary operating expenses (such as investment management fees, custody charges, administration and accounting costs, registry fees, audit and tax fees and unitholder reporting expenses) out of the Management Fee, at no additional charge to you. However, if the Responsible Entity incurs extraordinary expenses such as expenses incurred in holding a unitholder meeting, then the Responsible Entity may deduct these extraordinary expenses from the Fund’s assets. We do not believe that we can reliably estimate extraordinary expenses but expect that the circumstances which cause such costs to be incurred will not regularly occur.

Indirect costs

Indirect costs are any amount, not already disclosed as a fee or cost that the Responsible Entity knows, or may reasonably estimate, has or will reduce, directly or indirectly, the performance return of the Fund or the amount or value of the income of, or property attributable to, the Fund or an underlying fund in which the Fund invests. This may include expenses which are not covered by the Management Fee and fees and costs incurred in respect of investments by the Fund in other underlying managed funds and costs involved in trading certain derivative products which may form part of the Fund’s investment strategy.

Management fee and indirect costs of investments in other managed funds

The Fund does not pay a management fee in respect of investments in other managed funds. However, where there are expenses incurred by that other managed fund and these are deducted from the assets of that fund, the Fund will bear its pro-rata share of those expenses and these amounts would be treated as indirect costs of the Fund.

Can the fees change?

The fees and costs described in this PDS can change and the Constitution permits higher fees to be charged as well as other fees which are not currently levied. Reasons for changing fees include changes in economic conditions and regulation. We will give you 30 days’ written notice in advance of any proposed increase in fees. We cannot charge more than the Constitution allows. If we wish to raise fees above the amount allowed for in the Constitution, we would need the approval of unitholders. We also reserve the right to waive or reduce any of the fees and costs described in this PDS without prior notice. Actual management fees and costs may vary in future years and will be available on our website following the finalisation of the Fund's audited financial statements each year.

Transaction costs

Transaction costs are the costs associated with the buying and selling of the Fund's assets and include costs such as brokerage, clearing costs, stamp duty and bid-offer spreads being applied when assets are bought and sold. Transaction costs may also be incurred indirectly through an underlying fund. These costs are not included in the 'management fees and costs' and are an additional cost to you. The transaction costs are recovered from the assets of the Fund as and when incurred, reflected in the Fund’s unit price and are not fees paid to the Responsible Entity.

The total transaction costs are expressed as a percentage of the asset value of the Fund. The Responsible Entity reasonably estimates at the date of this PDS that the transaction costs that will apply for the current financial year ending 30 June 2024 will be 0.02% p.a. of the asset value of the Fund. We estimate that 0.00% of the transaction costs will be recouped via the buy/sell spread when applications and redemptions in the Fund take place. Therefore, we estimate that the net transaction costs for the current financial year ending 30 June 2024 will be 0.02% p.a. of the asset value of the Fund.

The dollar value of these costs based on an average account balance of $50,000 is $10 over 12 months. However, such costs for future years may differ.

Buy/sell spread for Authorised Participants

A spread may be charged to the Authorised Participant when entering the Fund (buying units) and a sell spread may be charged when exiting the Fund (selling units). The buy/sell spread is not a fee paid to the Responsible Entity but rather it is paid to the Fund to cover the transaction costs incurred when applications and redemptions are made. The purpose of the buy/sell spread is to ensure that only those investors transacting in the Fund's units at a particular time bear the Fund's cost of buying and selling the Fund's assets as a consequence of their transaction.

As at the date of this PDS, the Fund charges 0.06% for the buy spread and 0.10% for the sell spread. The dollar value of these costs based on an application of $50,000 is $30 and a withdrawal of $50,000 is $50 for each individual transaction. The buy/sell spread may change if transaction costs change and we will not ordinarily provide prior notice. The current buy/sell spread applicable to this Fund can be found on our website at www.janushenderson.com/en-au/investor/buy-sell-spreads.

Sell spread for non-Authorised Participants

Non-Authorised Participants have a right to redeem their units with us in exceptional circumstances. Please see section 7 for further information.

In these circumstances, we may charge a sell spread. Any sell spread will not be greater than the sell spread that would be payable by an Authorised Participant for a cash redemption when withdrawing the minimum parcel of units.

Stockbroker fees for all other investors

Non-Authorised Participants will incur customary brokerage fees and commissions associated with buying and selling units on the AQUA Market.

Fee maximums and changes to fees

The Constitution for the Fund permits fees to be charged that are higher than the fees set out in the PDS, as well as other fees which are not currently levied.

The Responsible Entity may, at its discretion and without your consent, increase any fee up to the maximum amount as set out in the Constitution. However, you will be given 30 days' written notice in advance of any increase in fees and costs charged by the Fund. The following are the maximum fees allowable under the Fund's Constitution:

- Management Fee (plus GST) – 5% p.a. of the asset value of the Fund;
- Contribution fee (plus GST) - 5% of the application money;
- Withdrawal fee (plus GST) - 5% of the redemption price; and
- ETF Application and Redemption Fee payable for an application or redemption of units in the Fund of a maximum amount of $10,000 (inclusive of GST, if any).

The Constitution for the Fund does not place any limit on the amount of the expenses that can be paid from the Fund.

Product access payments

The Responsible Entity may, subject to the law, enter into arrangements to pay administration fees to IDPS operators in connection with the listing of the Fund on their investment menus. This fee is paid by the Responsible Entity and not by the Fund. It is not charged out of the assets of the Fund and is not an additional charge to unitholders.

Differential fees

We may negotiate, rebate or waive fees for wholesale clients (as defined in the Corporations Act) based on individual negotiation between us and that wholesale client. We do not negotiate fees with retail investors. Relevant investors should contact the Responsible Entity in relation to negotiating fees. See section 11 of this PDS for our contact details.

Tax

Please refer to section 8 of this PDS.

Financial advisers

Additional fees may be paid to a financial adviser if you have consulted a financial adviser. You should refer to the Statement of Advice provided by your financial adviser in which details of the fees are set out.

7. How to transact with Janus Henderson

Primary Market Transactions - Creations and redemptions

Applications to create and redeem units of the Fund must be made by an Authorised Participant.

Authorised Participants must enter into an Authorised Participant Agreement with the Responsible Entity and will be required to comply with any additional requirements set out in that agreement. For a copy, please contact JHIA Operations.

To create or redeem units in the Fund, Authorised Participants must submit an authorised email or complete the ETF application/redemption form accompanying to this PDS and send it to JHIA Operations by the 'transaction cut off time'.

Other investors looking to acquire or sell units in the Fund may purchase or sell units on the AQUA Market.

For more information regarding the permissible times for Authorised Participants to submit application/ redemption requests, applicable fees and costs of primary market transactions, appropriate settlement details and transaction confirmations, Authorised Participants should refer to the "ETF Transaction Guidelines" document which is available free of charge by contacting JHIA Operations.

Valid applications for units received by JHIA Operations before the required transaction cut-off time on any Business Day will be processed using the application price calculated for that Business Day. Valid applications for units received by JHIA Operations after the required transaction cut-off time on any Business Day or on a non-Business Day will be processed using the application price calculated for the next Business Day.

Under the Constitution, the Responsible Entity reserves the right to refuse any application/redemption request for units to the extent permitted by the Constitution or if the application or redemption is not made in accordance with the terms of the Authorised Participant Agreement. If the application/ redemption is rejected the Authorised Participant will be notified. To ensure that your application is processed efficiently, you need to include all relevant information in an authorised email or complete all sections of the ETF application/redemption form and provide all required customer identity verification documents outlined in the ETF application/redemption form.

Creations

An Authorised Participant must apply to create units in cash. The minimum application amount is one Creation Unit unless otherwise agreed with the Responsible Entity. The number of units that constitute a Creation Unit for the Fund is 5,000. Only whole units in the Fund will be issued.

The Authorised Participant must transfer to the Fund the corresponding cash amount for the whole number of units and in return, we will issue the Authorised Participant with that number of units.

Units issued pursuant to an authorised email or the ETF application/redemption form will be quoted under the AQUA Rules on the AQUA Market with effect from the settlement of the issue of the relevant units. On a monthly basis, we will issue to the ASX the via the ASX Market Announcements Platform, the Fund's total units on issue.

Redemptions

An Authorised Participant may only apply to redeem units in cash. The minimum redemption is one Creation Unit unless otherwise agreed with the Responsible Entity. Only whole units in the Fund will be redeemed.

The Authorised Participant must transfer the units being redeemed to us for cancellation in return for the corresponding cash amount from the Fund.

In the normal course of business redemptions are paid in cash two Business Days after the redemption is accepted.

In certain circumstances we may be required or permitted by the Fund's Constitution or by law to deduct or withhold amounts relating to tax and other amounts from the redemption proceeds that would otherwise be payable to a unitholder. These amounts (if any) will be deducted from the cash amount that would otherwise be payable to the relevant unitholder in respect of the redemption.

Whilst the Scheme is 'liquid' for the purposes of the Corporations Act, we will satisfy a redemption request within 21 days of the date on which the redemption request is accepted in accordance with the Constitution.

The Scheme is liquid if 80% of the value of the Scheme's assets comprise of liquid assets. If the Scheme is not liquid, units may only be withdrawn pursuant to a withdrawal offer made to all investors in accordance with the Constitution and Part 5C.6 of the Corporations Act. The Responsible Entity is not obliged to make such offers. As at the date of this PDS, the Responsible Entity expects that the Scheme will be liquid.

Cooling off

Cooling off rights do not apply to purchases of units in the Fund.

Suspension of creations and redemptions

There may be occasions where we, as the Responsible Entity, suspend the redemption or issue of units. The Constitution provides that we may suspend the redemption or issue of units in the Fund for up to 180 days if:

- it is desirable for the protection of the Fund, or any relevant financial, stock, bond, note, derivative or foreign exchange market is closed or trading on any such market is restricted;
- it is impracticable for us, our nominee or any service provider we have appointed to calculate the NAV, for example because of closure of, or trading restrictions on, stock or securities exchanges, an emergency or other state of affairs, or on declaration of a moratorium in a country where the Fund invests;
- it is impracticable for us, our nominee or any service provider we have appointed to calculate the NAV or value the assets during a period in which we rebalance the assets in accordance with the investment strategy for the Fund;
- the Fund investments suspend, delay or restrict the redemption, issue or payment of withdrawal proceeds (as applicable) or are unable to provide a withdrawal price;
- we estimate that we are required to sell 5% or more of the Fund's assets to meet current unmet redemption requests;
- there have been, or we anticipate there will be withdrawal requests that involve realising a significant amount of assets and we consider that if those withdrawal requests are met immediately, unitholders who continue to hold units may bear a disproportionate burden of capital gains tax or other expenses, or the meeting of those withdrawal requests would otherwise be to the existing unitholders' disadvantage;
- we reasonably consider it is in the interests of unitholders;
- the quotation of units in the Fund is suspended or trading of any units is otherwise halted, interrupted or restricted by the ASX or the trading of any units on the AQUA Market is subject to a period of deferred settlement trading, or there is a period during which units are subject to a consolidation or division;
- the units cease to be quoted or the Fund is removed from the AQUA Market;
- a withdrawal request is received in a financial year and we determine that the date of which the completion of the redemption would otherwise occur would be in the next financial year;
- we receive a withdrawal request during any period before or after a distribution period which we determine to be necessary or desirable to facilitate the calculation and distribution of the distributable amount;
- we believe that the Fund assets cannot be realised at prices that would otherwise be obtained if they were realised during the ordinary course; and
- it is otherwise legally permitted.

For further details on the circumstances where we may suspend withdrawals or the issue of units, please contact the Responsible Entity or refer to the Constitution, a copy of which is available free of charge by contacting the Responsible Entity.

Spreading withdrawals

Under the Constitution, we may, if we receive withdrawal requests for more than 20% of the units in the Fund, reduce each withdrawal request in the Fund pro-rata, so that only 20% in total of the units in the Fund are redeemed at that date. The unredeemed portion of the relevant withdrawal requests are carried forward to the next redemption date.

Redemptions by investors other than Authorised Participants

All unitholders may normally sell their units by trading on the AQUA Market. Unitholders who are not Authorised Participants will not normally have a right to redeem their units directly with the Fund. However, all unitholders will have a right to a cash redemption and to receive payment within a reasonable time if units are suspended from quotation on the AQUA Market for more than five consecutive Business Days, unless:

- the Fund is being wound up;
- the Fund is not liquid as defined in subsection 601KA(4) of the Corporations Act; or
- the Responsible Entity has suspended redemptions in accordance with the Constitution.

Where unitholders have the right to redeem their units directly from the Fund, they will need to complete the ETF direct redemption form and send it to the Responsible Entity by the relevant 'transaction cut-off time'.

Investors wishing to redeem directly from the Fund should refer to the "Direct Redemption Policy" available free of charge from Janus Henderson Australia by contacting JHIA Operations.

Transferring units

Subject to the Constitution and the AQUA Rules, a unit is usually transferable through the ASX. A unit may also be transferred by any other method of transfer which is required or permitted by the Corporations Act and the ASX.

Distributions

The Fund generally pays distributions monthly, however there may be periods in which no distributions are made, or we make interim distributions. We do not guarantee any particular level of distribution. Distributions are generally calculated based on the Fund's net income at the end of the distribution period divided by the number of units on issue. We attribute all taxable income to unitholders each year, including the net realised gains of the Fund.

Distributions are calculated in accordance with the Constitution. Undistributed gains accrue in the unit price of the Fund during the relevant distribution period. This means that if an investment is made just before the end of a distribution period, you may receive some of the investment back immediately as income or net realised gains.

The Fund's unit price will usually fall following a distribution if the income and net realised gains accumulated during the distribution period have been distributed.

Distribution payments are generally made within 20 Business Days after the end of the distribution period.

Distribution reinvestment

Subject to certain eligibility criteria, investors are able to elect to receive distributions in the form of cash or in the form of new units. Investors are able to make the election to receive cash or to participate in the Distribution Reinvestment Plan ("**DRP**") via the Unit Registrar. If you do not nominate a bank account for payment of distributions, we will treat this as a request to reinvest your distributions. You may change your distribution option online via the share registry website.

8. Taxation

Investing in a registered managed investment scheme is likely to have tax consequences and you are strongly advised to seek professional tax advice. What follows is a general outline of some key tax considerations for Australian resident investors. This tax information does not apply to non-resident investors unless stated otherwise. This information is based on our current interpretation of the relevant taxation laws, and does not consider the investors' specific circumstances. As such, unitholders should not place reliance on this as a basis for making their decision as to whether to invest.

Taxation of the Fund

The Fund generally attributes all of its taxable income (if any) each year so that the Fund itself is not subject to tax. As a unitholder you will be assessed for tax on your share of the taxable income generated by the Fund whether distributed or reinvested, in the year of attribution. The timing of when you are required to bring to account the Fund's income for tax purposes may be different to when amounts are distributed to you, so you may be required to pay tax on income that has not yet been, or may not be, distributed to you. For each year ending 30 June we will send to you the details of assessable income, any net realised capital gains, foreign income, tax credits and any other relevant tax information to include in your tax return.

Distributions to non-Australian investors may be subject to withholding tax.

On your ETF application/redemption form you may provide us with your Tax File Number ("**TFN**"), TFN exemption or an Australian Business

Number (“**ABN**”), or if you are a non-Australian investor you may indicate your country of residence for tax purposes. It is not compulsory for you to quote a TFN, TFN exemption or ABN, however, if you do not then we may be required to deduct tax from any income distribution payable to you at the maximum personal tax rate plus Medicare levy and any other applicable Government charges. We are permitted to collect TFNs under relevant tax law.

Creation and redemption of units by Authorised Participants

If you subscribe for units part way through a distribution period, the amount of accumulated income which is included in the unit price for the units acquired may be attributed to you as income. Depending on your tax circumstances, this could result in you receiving part of your unit price back as assessable income, and on disposal of units, generating a capital loss of a similar amount.

If you redeem units part way through a distribution period, the value of accumulated income is included in your redemption price. We will advise you what part (if any) of the proceeds on redemption reflect your share in the net income of the Fund and therefore is assessable income for tax purposes. The balance reflects the capital proceeds on disposal of your units.

Acquisition and disposal of units on the AQUA Market

For a unitholder holding units on a capital account, the amount paid for the units acquired on the AQUA Market (plus incidental acquisition costs) will be included in the capital gains cost base of the units. The sale of units on the AQUA Market, will give rise to a CGT event which may result in a capital gain or loss to the unitholder. The discount concession may be available to individuals, trustees and complying superannuation entities where the units have been held for at least 12 months. Capital losses must be offset against gross discount capital gains before any CGT discount is applied.

In exceptional circumstances (e.g. where units are suspended from quotation for more than 5 consecutive Business Days), units of a non-Authorised Participant may be redeemed. In this event, unitholders should seek professional taxation advice regarding the taxation implications of the redemption.

Foreign taxes and foreign tax compliance

Australian residents are required to include in their assessable income their share of any foreign taxes paid by the Fund. Australian residents will normally be entitled to a tax offset for foreign taxes paid by the Fund in respect of foreign income.

The Responsible Entity believes that the Fund will be required to comply with the Foreign Account Tax Compliance Act (“**FATCA**”), a US tax law which was enacted for the purpose of improving tax information reporting regarding US persons in respect of their offshore investments to the United States Internal Revenue Service (“**IRS**”).

In order to comply with FATCA requirements, the Responsible Entity:

- may require investors to provide certain information regarding their identification and will undertake certain due diligence procedures with respect to investors of the Fund to determine their status for FATCA reporting purposes. This information may be required at the time an application is made for the issue of units in the Fund or at any time after the units have been issued; and
- will report annually to the IRS, via the Australian Taxation Office ("ATO"), in relation to relevant investors' financial information required by the ATO (if any) in respect of any investment in the Fund.

Accordingly, by making an application to invest in the Fund, prospective investors agree to provide the Responsible Entity with certain identification and related information in order to enable it to comply with its obligations in connection with FATCA.

Common reporting standards

The Common Reporting Standard ("**CRS**") is the single global standard for the collection, reporting and exchange of financial account information on foreign tax residents. Australia has signed the OECD Multilateral Competent Authority Agreement on Automatic Exchange of Account Information. This agreement enables CRS information to be exchanged between jurisdictions' tax authorities where relevant legislation has been adopted. The Responsible Entity is required to collect certain information about foreign tax residents (including New Zealand tax residents) to provide to the ATO. The

ATO may pass this information onto tax authorities in other jurisdictions who have adopted the CRS. CRS reports are due to the ATO by 31 July each year containing information for the preceding calendar year. The requirements are similar to those which exist under FATCA; however, there are a greater number of countries in respect of which the ATO may provide information to the respective tax authorities.

GST

The application for and withdrawal of units in the Fund and receipt of distributions will not be subject to GST in Australia. However, GST is payable on our fees and certain reimbursement of expenses. The Fund may be able to claim input tax credits and/or RITCs in respect of the GST incurred.

Unless otherwise stated, all fees quoted in this PDS are quoted on an Australian GST inclusive basis and net of any applicable RITCs.

9. Additional information

Fund structure, unit pricing and valuation of the Fund's assets

The Fund is a class of units in the Scheme, an Australian registered managed investment scheme.

The total value of the assets in the Scheme is divided into ‘units’. Each unit that a unitholder holds in the Fund gives a unitholder a beneficial interest in the Scheme as a whole, but not in any particular asset of the Scheme. Holding units in the Fund does not give a unitholder the right to participate in the management or operation of the Scheme. Each unit in the Fund is of equal value and identical rights are attached to all units in the same class as the Fund.

Under the Constitution, the unit price is generally calculated each Business Day based on the NAV of the Fund divided by the number of units on issue in the Fund. The NAV of the Fund is the value of the assets of the Fund (including income accumulated since the previous distribution) less any liabilities of the Fund (including borrowings and expenses).

When calculating the NAV, we use the most recent valuation of the Fund's assets and most recent determination of the Fund's liabilities. The Fund's assets and liabilities will usually be valued each Business Day.

The unit price will change as the market value of assets in the Fund rises or falls. All unit prices are calculated to four (4) decimal places. Any rounding benefits will be retained by the relevant Fund.

Janus Henderson Australia's unit pricing discretion policy contains further detail about how the NAV per unit is calculated. This policy is available on our website www.janushenderson.com/en-au/investor/documents. A copy of this policy may be obtained free of charge upon request.

Constitution

The Fund is governed by a Constitution. The Constitution (in addition to the Corporations Act, the AQUA Rules and general law) provides an operational framework for the ongoing management of the Fund. It also provides for the Responsible Entity's powers, duties and obligations in respect of the Fund, the limits to our liability and our right to be indemnified for proper administration of the Fund.

The Constitution contains the rules in relation to the following:

- unitholder rights;
- the process by which units are issued and may be withdrawn;
- the calculation and distribution of income;
- the investment powers of the Responsible Entity;
- the valuation procedures for the Fund;
- the retirement or requirement to retire of the Responsible Entity;
- the Responsible Entity's right to claim indemnity from the Fund and charge fees and expenses to the Fund;
- the Responsible Entity's right to create classes of units; and
- the termination of the Fund.

We may alter the Constitution subject to the AQUA Rules if we reasonably consider that the amendments will not adversely affect unitholders' rights. Otherwise, subject to any exemptions under general law, we must obtain unitholder approval at a meeting of unitholders.

A copy of the Constitution, which has been lodged with ASIC, is available free of charge to unitholders by contacting the Responsible Entity.

Termination

The Constitution, together with the Corporations Act, governs how and when the Fund may be terminated. We may terminate the Fund at any time by written notice to unitholders. On termination, a unitholder is entitled to a share of the net proceeds of our realisation of the assets in proportion to the number of units they hold.

Unitholder meetings

The conduct of unitholder meetings and unitholders' rights to requisition, attend and vote at those meetings are subject to the Corporations Act and (to the extent applicable) the Constitution.

Compliance plan and compliance committee

The Scheme has a compliance plan which has been lodged with ASIC ("**Compliance Plan**"). It sets out measures that the Responsible Entity is to apply in operating the Fund to ensure compliance with the Corporations Act and the Constitution. A compliance committee has been appointed to monitor compliance by the Responsible Entity with the Constitution and Compliance Plan. A copy of the Compliance Plan is available free of charge on request by contacting the Responsible Entity.

Investor communication

Janus Henderson Australia is subject to regular reporting and disclosure obligations in its capacity as Responsible Entity of the Fund and issuer of the units. The following information relating to the Fund can be obtained by visiting our website at www.janushenderson.com/GOOD:

- the Fund's NAV (monthly);
- the Fund's daily NAV per unit;
- indicative start of day NAV for the Fund – available daily;
- the iNAV for the Fund (through the Business Day);
- the full portfolio holdings of the Fund – available daily;
- the Risk Metrics Report – available daily
- the amount and value of units redeemed in the Fund – available monthly;
- copies of announcements made to the ASX via the ASX Market Announcements Platform (including continuous disclosure notices and redemption and distribution information);
- the total number of units on issue in the Fund – available within 5 Business Days of the end of each month;
- copies of the latest PDS; and
- copies of Annual Reports and financial statements.

Continuous disclosure

Where the Fund is, or becomes, a "disclosing entity" (generally this will occur when the Fund has 100 investors or more) the Fund will be subject to regular reporting and disclosure obligations. We will comply with our continuous disclosure obligations under the law by publishing new material information about the Fund on our website www.janushenderson.com/GOOD, in accordance with ASIC's good practice guidance on website disclosure.

In addition, you have the right to receive the following documents at no charge:

- the annual financial report most recently lodged with ASIC;
- any half-year financial report lodged with ASIC by the Fund after the lodgement of the annual report most recently lodged with ASIC and before the date of this PDS; and
- any continuous disclosure notices subsequently given by the Fund before the date of this PDS.

Copies of documents lodged with ASIC in relation to the Fund can be obtained from, or inspected at, an ASIC office.

Manager

The Responsible Entity has appointed Janus Henderson Investors (Australia) Institutional Funds Management Limited, ABN 16 165 119 531, AFSL 444266 ("**Manager**") as the investment manager of the Fund.

The Manager has given and has not withdrawn its consent to its name appearing in the PDS of the Fund and to references and statements in the PDS concerning the Manager in the form and context in which they are included. Other than the consent provided, the Manager does not take any responsibility for any other part of this PDS and has not authorised or caused the issue of this PDS.

The Administrator & Custodian

The Responsible Entity has appointed BNP Paribas ARBN 000 000 117 (“**BNP**”) as the custodian (“**Custodian**”) and administrator (“**Administrator**”) for the Fund to provide custody services and certain administration services. Subject to the relevant agreements between the Responsible Entity and BNP, the Responsible Entity, in its discretion, may change the Custodian and Administrator from time to time and appoint additional service providers.

BNP has given, and not withdrawn, its consent to being named in this PDS as the Administrator and Custodian of the Fund on the basis that BNP has not independently verified the information contained in this document, has not been involved in the preparation of this document, nor has it caused or otherwise authorised the issue of this document. Neither BNP nor its employees or officers accept any responsibility or liability arising in any way for errors or omissions in this document. BNP does not guarantee the success or the performance of the Fund nor the repayment of capital or any particular rate of capital or income return, or any increase in the value of the Fund.

Unit Registrar

The Responsible Entity has appointed Computershare Investor Services Pty Limited ACN 078 279 277 ("**Computershare**") to provide unit registry services for the Fund ("**Unit Registrar**"). As Unit Registrar for the Fund, the services that Computershare will undertake include maintenance of the unit registry, issuance of correspondence and issuer sponsored statements, payment services, bank reconciliation and settlement services.

Computershare has given, and not withdrawn, its consent to being named in this PDS as the Unit Registrar of the Fund on the basis that Computershare has not independently verified the information contained in this document, has not been involved in the preparation of this document, nor has it caused or otherwise authorised the issue of this document. Neither Computershare nor its employees or officers accept any responsibility or liability arising in any way for errors or omissions in this document. Computershare does not guarantee the success or the performance of the Fund nor the repayment of capital or any particular rate of capital or income return, or any increase in the value of the Fund.

Market maker

Under the AQUA Rules, Janus Henderson Australia has certain obligations in respect of the Fund to facilitate an orderly and liquid market in the Fund. We may appoint a market maker to maintain continuous liquidity to the market by acting as a buyer and seller to the secondary market.

A market maker will create and redeem units as required and provide buy and sell prices to the secondary market, to satisfy investors’ demand and supply for units.

Each Business Day, the full portfolio holdings, the iNAV and NAV prices are published, allowing the market maker to calculate the price of the Fund. The market maker applies a buy and sell spread to the value of the Fund and publishes these prices on the ASX, continuously updating the prices throughout the Business Day to reflect changes in value of the Fund. The market maker trades on the AQUA Market with investors who are buying or selling the units in the Fund.

Janus Henderson Australia seeks to appoint market makers that:

- have the necessary skill and expertise to perform a market making function;
- have experience in making markets in ETPs and other types of listed securities in both Australia and overseas; and
- have arrangements with the ASX to act as a market maker.

Subject to the AQUA Rules, we may replace a market marker appointed in respect of the Fund or appoint additional market makers.

Unitholders’ rights

The rights of a unitholder in the Fund are set out in the Constitution for the Fund.

Some of these rights include the right to:

- request a withdrawal of units (please refer to section 7 for information on withdrawals from the Fund);
- direct the Responsible Entity to wind up the Fund;
- receive income and capital distributions;
- participate in distributions upon termination or winding up of the Fund after the Fund’s liabilities and expenses have been discharged; and
- attend and vote at unitholder meetings.

Limitation of unitholders' liability

The liability of unitholders is limited by the Constitution to the amount subscribed and agreed to be subscribed by unitholders for their units. The Constitution provides that a unitholder need not indemnify the Responsible Entity or any other person if there is a deficiency in the assets of the Fund as compared to liabilities. However, the Responsible Entity cannot give an absolute assurance that a unitholder's liability is limited in all circumstances as this issue has not been finally determined in court.

Related party contracts

We may appoint any of our related bodies corporate to provide services or perform functions in relation to the Fund, including acting as the investment manager or our delegate. We may also enter into financial or other transactions with related bodies corporate in relation to the assets of the Fund, and may sell assets of the Fund to, or purchase for the Fund assets from, a related body corporate. The appointment of related bodies corporate will be on commercial arms' length terms, for reasonable remuneration and will be subject to regular review.

Identification and verification requirements

The Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) ("**AML/CTF Act**") requires the collection and verification of specific information from investors and beneficial owners. As well as completing the ETF application/redemption form, you, and where relevant the beneficial owner, may also be required to provide identification. The actual documentation required will depend on what type of investor you are (for example, individual, sole trader, superannuation fund, trust or Australian company). The required identification documents are outlined in the ETF application/redemption form.

Under relevant laws, we may be required to ask you for additional identity verification documents and/or information about you or anyone acting on your behalf, either when we are processing your investment request or at some stage after we have issued units in the Fund. Where required by law, the Responsible Entity may disclose information gathered to regulatory and/or law enforcement agencies and may be prevented from informing you of such disclosure.

If we do not receive all of the required valid customer identity verification documents, or we are unable to verify your identity, we may not be able process any application or redemption requests until such documents are received. We will contact you as soon as possible if we require more information. Where a transaction is blocked, delayed, frozen or refused, the Responsible Entity is not liable for any loss you suffer (including consequential loss) as a result of compliance with the AML/CTF Act as it applies to the Fund.

Privacy

References to 'we', 'us', 'its' and 'our' in this privacy section include the Responsible Entity, the Unit Registrar, the Administrator and their sub-contractors. By providing the ETF application/redemption form to JHIA Operations, you consent to the handling of your personal information by us in the ways described in the manner set out below. We are committed to ensuring the confidentiality and security of your personal information. If you complete the ETF application/redemption form, you will be providing personal information to us. We may also collect personal information (including sensitive information) about you from third parties, such as service providers that assist us in meeting our obligations under applicable legislation, including the AML/CTF Act. We are required to collect some of this information under the AML/CTF Act and the Corporations Act. We will handle your personal information in order to assess your application, service your needs as a unitholder, comply with legislation, provide facilities and services that you request and to carry out appropriate administration of the Fund. Without this information, we may not be able to process your application or provide you with an appropriate level of service.

For the purposes set out above, your personal information will be shared between us (ie shared between the Responsible Entity, the Unit Registrar, the Administrator and their subcontractors). In order to use and share your personal information for the purposes stated above, the Unit Registrar, Administrator and their sub-contractors may be required to transfer your personal information to entities located outside Australia. You can contact us for a free copy of our privacy policy which sets out how we handle your information, how you can access and correct that information, how you can make a complaint regarding our handling of your personal information and how we deal with such a complaint. Our privacy policy is also available at www.janushenderson.com/en-au/investor/legal-information-and-privacy.

Complaints

The Responsible Entity has a formal complaints handling procedure in place. If you have any concerns or complaints you can contact our Complaints Officer on +61 (0)2 8298 4000.

If you believe that your matter has not been dealt with satisfactorily, you can lodge a complaint with the Australian Financial Complaints Authority ("**AFCA**") by calling 1800 931 678 (free call) or by writing to AFCA at GPO Box 3, Melbourne VIC 3001 or by emailing info@afca.org.au.

ASIC Relief

Exemption – Unequal treatment in withdrawal from the Fund

Pursuant to ASIC Instrument 22-0966, ASIC has granted relief under section 601QA of the Corporations Act from the equal treatment requirement in section 601FC(1)(d), to the extent that it would prevent the Responsible Entity from permitting only Authorised Participants to withdraw from the Fund. For the purposes of this relief, except in exceptional circumstances, only Authorised Participants may withdraw from the Fund, but other unitholders may sell their units on the AQUA Market. However, if the units are suspended from trading on the AQUA Market for more than 5 consecutive Business Days, unitholders will have the right to withdraw from the Fund and receive payment for their interests in money within a reasonable time of request unless any of the following apply:

- the Fund is being wound up;
- the Fund is not liquid as defined in subsection 601KA(4) of the Corporations Act; or
- we suspend redemptions in accordance with the Fund's Constitution.

In the event that such a redemption occurs, any withdrawal fee per unit payable by unitholders who are not Authorised Participants will not be greater than the withdrawal fee per unit that would generally be payable by an Authorised Participant receiving redemption proceeds in cash when withdrawing the minimum parcel of units.

Class Order Relief - Ongoing Disclosure

ASIC has granted relief under Class Order 13/721 under section 1020F(1)(a) of the Corporations Act 2001 from the ongoing disclosure requirements in section 1017B on the condition that the Responsible Entity complies with the continuous disclosure requirements in section 675 of the Corporations Act as if the Fund were an unlisted disclosing entity. The Responsible Entity will comply with these continuous disclosure requirements of the Corporations Act as if the Fund were an unlisted disclosing entity.

Class Order Relief – Periodic Statements

ASIC has granted relief under Class Order 13/1200 which exempts the Responsible Entity from certain periodic statement requirements. In particular, the Responsible Entity is not required to include purchase or sale price information in periodic statements or return on investment information where the Responsible Entity is unable to determine such information and the periodic statement explains why this information is not included and describes how it can be obtained or calculated. In addition, Class Order 13/1200 requires the Responsible Entity to report in the periodic statement whether the Fund has met its investment objective over the last one year and five year periods.

10. Glossary

AML/CTF Act	*Anti-Money Laundering and Counter-Terrorism Financing Act 2006* (Cth), as amended from time to time.
AQUA Rules	Schedule 10A of the ASX Operating Rules, as amended from time to time.
Authorised Participant	An Authorised Participant is an entity who is, or who has engaged to act on its behalf, a trading participant under the AQUA Rules or who is otherwise authorised by ASX to access the ASX market through a trading participant and that has executed an Authorised Participant Agreement with the Responsible Entity. Except in specific circumstances, only Authorised Participants can transact to create or redeem units in the Fund.
Authorised Participant Agreement	An agreement entered into between the Responsible Entity and an Authorised Participant in relation to unit applications and redemptions.
ASX	ASX Limited or the Australian Securities Exchange, as the case requires.
ASX Listing Rules	The listing rules of the ASX as amended, varied or waived from time to time.
ASX Operating Rules	The operating rules of the ASX as amended, varied or waived from time to time.
Business Day	Any day other than a Saturday, Sunday or public holiday on which the banks in NSW are generally open for business together with any day on which the ASX is open and any other day notified by the ASX to trading participants.
CHESS	Clearing House Electronic Subregister System
Constitution	The constitution of the Scheme, as amended from time to time.
Corporations Act	*Corporations Act 2001* (Cth), as amended from time to time.
ETF	An exchange traded fund.
ETP	An exchange traded product.
Fund	The Janus Henderson Sustainable Credit Active ETF (Managed Fund) which is a class of units in the Scheme.
GST	Goods and services tax.
iNAV	iNAV means the indicative NAV per unit of the Fund. An iNAV per unit will be published by the Fund throughout the Business Day.
Liquid instruments	Refers to government and semi-government securities, supranational and agency securities, cash and short-term securities.
Market Maker	The role of a market maker is to calculate prices and provide liquidity in the market for units.
Net asset value or NAV	The net asset value of the Fund is calculated on each day that the Fund is open for business in accordance with the Constitution. The NAV will

	incorporate the last available value of the assets of the Fund less any liabilities of the Fund.
Privacy Act	*Privacy Act 1998* (Cth) as amended from time to time.
Responsible Entity	Janus Henderson Investors (Australia) Funds Management Limited, ABN 43 164 177 244, AFSL 444268
Risk Metrics Report	A summary of the key risk metrics of the Fund.
Scheme	The Janus Henderson Sustainable Credit Fund, which is a registered managed investment scheme (ARSN 662 889 214).

11. Directory

Contact details for Authorised Participants

Responsible Entity - Janus Henderson Investors (Australia) Funds Management Limited

Janus Henderson Investors (Australia) Operations ("**JHIA Operations**")

Address: Level 36, Grosvenor Place, 225 George Street, Sydney NSW 2000, Australia

Phone: +61 2 8298 4000

Email: JHIAOperations@janushenderson.com

Contact details for non-Authorised Participants

Unit Registrar - Computershare Investor Services Pty Limited

Address: Yarra Falls, 452 Johnston Street, Abbotsford VIC 3067, Australia

Phone: 1300 368 301

Email: web.queries@computershare.com.au

Janus Henderson

INVESTORS