

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 66236 / January 25, 2012

ADMINISTRATIVE PROCEEDING
File No. 3-11590

In the Matter of

Janus Capital Management LLC

Respondent.

**ORDER TRANSFERRING
REMAINING FUNDS TO THE U.S.
TREASURY, TERMINATING FAIR
FUND, AND DISCHARGING FUND
ADMINISTRATOR**

On August 18, 2004, Janus Capital Management LLC (“JCM”) consented to the entry of an Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Sections 203(e) and 203(k) of the Investment Advisers Act of 1940 and Sections 9(b) and 9(f) of the Investment Company Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order (“Order”), which directed, among other things, that JCM pay disgorgement of \$50 million and a civil money penalty of \$50 million. The Order further established a fair fund (“Fair Fund”) to provide for the distribution of these payments and required that JCM retain an independent distribution consultant (“IDC”) to develop a plan for distributing the \$100 million to shareholders in the mutual funds affected by the market timing.

On May 31, 2007, the Securities and Exchange Commission (the “Commission”) issued a Notice of Proposed Distribution Plan and Opportunity for Comment (Exchange Act Release No. 55835) pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1103. The Commission received comments and, on April 25, 2008, the Commission approved the Modified Plan of Distribution (“Plan”) (Exchange Act Release No. 57721). The Plan provided for the distribution of the Fair Fund to harmed investors according to the methodology set forth in the Plan.

Pursuant to the Plan the Commission issued six orders directing disbursements of the Fair Fund. Beginning in August 2008, a total of \$102,014,001.99 was ordered to be disbursed directly to injured investors: \$18,226,501.55 on August 1, 2008; \$24,034,633.39 on September

8, 2008; \$15,140,136.53 on October 17, 2008; \$22,582,329.59 on December 5, 2008; and \$22,030,400.93 on May 28, 2009.¹ Also, on December 1, 2010, the residual amount of \$22,825,910.79 was ordered to be distributed as provided for in the Plan (Exchange Act Rel. No. 63407 (Dec. 1, 2010)).

The Fund Administrator submitted a Final Accounting of the Fair Fund pursuant to Rule 1105(f) of the Commission's Rules on Fair Fund and Disgorgement Plans. The Final Accounting was approved by the Commission. According to the Final Accounting, an amount of \$14,281.65 remains in the JCM Fair Fund. The Commission has determined to transfer to the U.S. Treasury all funds remaining in the JCM Fair Fund and any additional funds that may be subsequently returned to the JCM Fair Fund.

Accordingly, IT IS ORDERED that:

- A. The \$14,281.65 remaining in the JCM Fair Fund shall be transferred to the U.S. Treasury;
- B. Any additional funds subsequently returned to the JCM Fair Fund shall be transferred to the U.S. Treasury;
- C. The JCM Fair Fund is terminated; and
- D. The Fund Administrator, Rust Consulting, Inc., is discharged.

By the Commission.

Elizabeth M. Murphy
Secretary

¹ See Exchange Act Rel Nos. 58294 (Aug. 1, 2008); 58475 (Sept. 8, 2008); 58810 (Oct. 17, 2008); 59059 (Dec. 5, 2008); and 59992 (May 28, 2009), respectively.