

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 59992 / May 28, 2009

ADMINISTRATIVE PROCEEDING
File No. 3-11590

In the Matter of

Janus Capital Management LLC

Respondent.

ORDER DIRECTING
DISBURSEMENT OF FAIR FUND

On May 31, 2007, the Commission published a notice of the Plan of Distribution proposed by the Division of Enforcement in connection with this proceeding (Securities Exchange Act Release No. 55835). Comments were received and on April 25, 2008 the Modified Plan of Distribution (“Plan”) was approved (Securities Exchange Act Release No. 57721).

The Plan provides that a Fair Fund consisting of \$100,000,000 in disgorgement and civil penalties, plus any accrued interest, be transferred to Deutsche Bank to be distributed by the Plan Administrator to injured investors according to the methodology set forth in the Plan. The Plan provides that the Commission will arrange for distribution of the Fair Fund when a Payment File listing the payees with the identification information required to make the distribution has been received and accepted.

The Payment File for the first tranche of the distribution was previously received and accepted, and on August 1, 2008 the Commission ordered the transfer of \$18,226,501.55 for the first tranche of the distribution (Securities Exchange Act Release No. 58294). The Payment File for the second tranche of the distribution was previously received and accepted, and on September 8, 2008 the Commission ordered the transfer of \$24,034,633.39 for the second

tranche of the distribution (Securities Exchange Act Release No. 58475). The Payment File for the third tranche of the distribution was previously received and accepted, and on October 17, 2008 the Commission ordered the transfer of \$15,140,136.53 for the third tranche of the distribution (Securities Exchange Act Release No. 58810). The Payment File for the fourth tranche of the distribution was previously received and accepted, and on December 5, 2008 the Commission ordered the transfer of \$22,582,329.59 for the fourth tranche of the distribution (Securities Exchange Act Release No. 59059). The Payment File for the fifth tranche of \$22,030,400.93 has now been received and accepted.

Accordingly, it is ORDERED that the Commission staff shall transfer \$22,030,400.93 of the Fair Fund to Deutsche Bank and the Plan Administrator shall distribute such monies to investors, as provided for in the Plan.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary