
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 6)*

Janus International Group, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

47103N106

(CUSIP Number)

**John F. Cannon
c/o Clearlake Capital Group, L.P.
233 Wilshire Blvd, Suite 800
Santa Monica, California 90401
(310) 400-8800**

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 14, 2023

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAMES OF REPORTING PERSONS Clearlake Capital Group, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) AF, WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.0%	
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IA, PN	

1	NAMES OF REPORTING PERSONS José E. Feliciano	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) AF, WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 15,306 (1)
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 15,306 (1)
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 15,306 (1)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.0%	
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IA, HC	

(1) This amount includes 15,306 shares of Common Stock underlying RSUs that vest in full on June 7, 2024, which were granted to the Reporting Person in his capacity as a director of the Issuer and are held for the benefit of CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore.

1	NAMES OF REPORTING PERSONS Behdad Eghbali	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) AF, WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 0
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.0%	
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IA, HC	

EXPLANATORY NOTE

The Reporting Persons are hereby filing this Amendment No. 6 (this "Amendment") to the Schedule 13D filed by the Reporting Persons on June 7, 2021 (the "Original Schedule 13D") and, as amended and supplemented by prior amendments and this Amendment, the "Schedule 13D") to report the Reporting Persons' changes in beneficial ownership of common stock, par value \$0.0001 per share (the "Common Stock") of Janus International Group, Inc. (the "Issuer" or the "Company"). Capitalized terms used in this Amendment and not otherwise defined in this Amendment have the meanings set forth in the Schedule 13D.

ITEM 4 PURPOSE OF TRANSACTION

The information set forth in Item 4 of the Schedule 13D is hereby amended and supplemented as follows:

Pursuant to the terms of the Open Market Sale Agreement described in Amendment No. 3, the Selling Stockholders entered into a Forward with the Forward Purchaser, pursuant to which the Selling Stockholders sold a total of 23,044,110 shares of Common Stock to the Forward Purchaser upon settlement of the Forward, at a price of \$10.0078 per share, which price was determined at the end of the Forward Hedge Selling Period on December 14, 2023. The number of shares of Common Stock sold included:

- (i) 4,882,693 shares of Common Stock held of record by CCPIV,
- (ii) 181,080 shares of Common Stock held of record by CCPIV USTE,
- (iii) 488,372 shares of Common Stock held of record by CCPIV Offshore,
- (iv) 11,170,468 shares of Common Stock held of record by CCPV,
- (v) 749,115 shares of Common Stock held of record by CCPV USTE, and
- (vi) 5,572,382 shares of Common Stock held of record by CCPV Offshore.

ITEM 5 INTERESTS IN THE SECURITIES OF THE ISSUER

The information set forth in Item 5(a)-(c) and (e) of the Schedule 13D is hereby amended and supplemented as follows:

(a)-(b) The information relating to the beneficial ownership of the Common Stock by each of the Reporting Persons set forth in Rows 7 through 13 of the cover pages hereto is incorporated by reference herein and is as of the date hereof. Such information is based on the sum of 146,828,418 shares of Common Stock issued and outstanding as of November 1, 2023, based on information furnished by the Issuer in its Quarterly Report on Form 10-Q for the period ended September 30, 2023, and, for the purpose of calculating the beneficial ownership percentage of Mr. Feliciano, 15,306 shares of Common Stock underlying the RSUs granted to him on June 7, 2023, which vest in full on June 7, 2024, and which have been added to the shares of Common Stock outstanding in accordance with Rule 13d-3(d)(1)(i) under the Act.

Mr. Feliciano may be deemed to have the sole power to vote or direct the vote and the sole power to dispose of or direct the disposition of the 15,306 shares of Common Stock underlying the RSUs held of record by him. The filing of this Amendment shall not be construed as an admission that any of the Reporting Persons is, for the purpose of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of any securities covered by this Statement.

(c) The response to Item 4 of this Amendment and Exhibit 8 of the Schedule 13D each is incorporated by reference. Except as otherwise described in this Amendment, the Reporting Persons had no transactions in the shares of Common Stock during the 60 days preceding the date of filing of this Amendment.

(e) As of December 14, 2023, the Reporting Persons ceased to beneficially own more than 5% of the outstanding shares of Common Stock.

ITEM 6 CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

The information set forth in Item 6 of the Schedule 13D is hereby amended and supplemented as follows:

The response to Item 4 of this Amendment is incorporated by reference herein.

ITEM 7 MATERIAL TO BE FILED AS EXHIBITS

The information set forth in Item 7 of the Schedule 13D is hereby amended and supplemented by adding the exhibit set forth below.

Exhibit 8 Schedule of Transactions, in response to Item 5(c)

SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: December 18, 2023

Clearlake Capital Group, L.P.

By: Clearlake Capital Group GP, LLC, its general partner

/s/ John F. Cannon

John F. Cannon

José Enrique Feliciano

/s/ John F. Cannon

Name: John F. Cannon

Title: Attorney-in-Fact

Behdad Eghbali

/s/ John F. Cannon

Name: John F. Cannon

Title: Attorney-in-Fact

SCHEDULE OF TRANSACTIONS

Name of Account	Date of Transaction	Nature of Transaction	Quantity of Shares	Price Per Share
Clearlake Capital Partners IV (AIV-Jupiter), L.P.	12/15/2023	Sale	5,626	\$ 11.8517(1)
Clearlake Capital Partners IV (AIV-Jupiter) USTE, L.P.	12/15/2023	Sale	208	\$ 11.8517(1)
Clearlake Capital Partners IV (Offshore), L.P.	12/15/2023	Sale	562	\$ 11.8517(1)
Clearlake Capital Partners V, L.P.	12/15/2023	Sale	12,870	\$ 11.8517(1)
Clearlake Capital Partners V (USTE), L.P.	12/15/2023	Sale	862	\$ 11.8517(1)
Clearlake Capital Partners V (Offshore), L.P.	12/15/2023	Sale	6,420	\$ 11.8517(1)

- (1) The price is a weighted average price of all shares of Common Stock held of record by CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE and CCPV Offshore sold by the Reporting Persons' broker on December 15, 2023. These shares of Common Stock were sold in multiple transactions at prices ranging from \$11.83 to \$11.865, inclusive. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares of Common Stock sold at each separate price within the range set forth in this footnote.