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

**SCHEDULE 13D**

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 4)\*

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**Janus International Group, Inc.**

(Name of Issuer)

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**Common Stock, par value \$0.0001 per share**

(Title of Class of Securities)

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**47103N106**

(CUSIP Number)

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

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

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**June 20, 2023**

(Date of Event which Requires Filing of this Statement)

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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).

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<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> Clearlake Capital Group, L.P.	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b> AF, WC	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> Delaware	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 0
	<b>8</b>	<b>SHARED VOTING POWER</b> 44,439,665 (1)
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 0
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 44,439,665 (1)
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 44,439,665 (1)	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 30.3%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> IA, PN	

(1) This amount includes an aggregate 26,548 shares of Common Stock underlying Restricted Stock Units ("RSUs") granted to each of the CCG Directors on June 7, 2022, which vested on June 7, 2023 and are expected to settle and be transferred to CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore (each as defined herein) within sixty days.

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> José E. Feliciano	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b> AF, WC	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> United States of America	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 15,036 (1)
	<b>8</b>	<b>SHARED VOTING POWER</b> 44,439,665 (2)
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 15,036 (1)
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 44,439,665 (2)
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 44,454,971 (1),(2)	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 30.3%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> 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 .

(2) This amount includes an aggregate 26,548 shares of Common Stock underlying RSUs granted to each of the CCG Directors on June 7, 2022, which vested on June 7, 2023 and are expected to settle and be transferred to CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore within sixty days.

<b>1</b>	<b>NAMES OF REPORTING PERSONS</b> Behdad Eghbali	
<b>2</b>	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	<b>SEC USE ONLY</b>	
<b>4</b>	<b>SOURCE OF FUNDS (SEE INSTRUCTIONS)</b> AF, WC	
<b>5</b>	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)</b> <input type="checkbox"/>	
<b>6</b>	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> United States of America	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	<b>7</b>	<b>SOLE VOTING POWER</b> 0
	<b>8</b>	<b>SHARED VOTING POWER</b> 44,439,665 (1)
	<b>9</b>	<b>SOLE DISPOSITIVE POWER</b> 0
	<b>10</b>	<b>SHARED DISPOSITIVE POWER</b> 44,439,665 (1)
<b>11</b>	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 44,439,665 (1)	
<b>12</b>	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)</b> <input type="checkbox"/>	
<b>13</b>	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 30.3%	
<b>14</b>	<b>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)</b> IA, HC	

(1) This amount includes an aggregate 26,548 shares of Common Stock underlying RSUs granted to each of the CCG Directors on June 7, 2022, which vested on June 7, 2023 and are expected to settle and be transferred to CCPV, CCPV USTE, CCPV Offshore, CCPV, CCPV USTE, and CCPV Offshore within sixty days.

**EXPLANATORY NOTE**

The Reporting Persons are hereby filing this Amendment No. 4 (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 7,711,621 shares of Common Stock to the Forward Purchaser upon settlement of the Forward, at a price of \$9.0949 per share, which price was determined at the end of the Forward Hedge Selling Period on June 20, 2023. The number of shares of Common Stock sold included:

- (i) 1,633,948 shares of Common Stock held of record by Clearlake Capital Partners IV (AIV-Jupiter), L.P., a Delaware limited partnership ("CCPIV"),
- (ii) 60,572 shares of Common Stock held of record by Clearlake Capital Partners IV (AIV-Jupiter) USTE, L.P., a Delaware limited partnership ("CCPIV USTE"),
- (iii) 163,422 shares of Common Stock held of record by Clearlake Capital Partners IV (Offshore), L.P., a Cayman Islands exempted limited partnership ("CCPIV Offshore"),
- (iv) 3,738,257 shares of Common Stock held of record by Clearlake Capital Partners V, L.P., a Delaware limited partnership ("CCPV"),
- (v) 250,671 shares of Common Stock held of record by Clearlake Capital Partners V (USTE), L.P., a Delaware limited partnership ("CCPV USTE"), and
- (vi) 1,864,751 shares of Common Stock held of record by Clearlake Capital Partners V (Offshore), L.P., a Cayman Islands exempted limited partnership ("CCPV Offshore").

On June 7, 2023, each of the CCG Directors – Mr. Feliciano and Colin Leonard – received an equity award in the form of 15,306 RSUs, having a value equal to approximately \$150,000 based on the closing price per share of the Common Stock on June 7, 2023. The RSUs will fully vest on the first anniversary of the vesting commencement date, subject to such CCG Director's continued service to the Board, and will be settled by delivery of shares of Common Stock. The CCG Directors hold the RSUs for the benefit of CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore and, upon vesting and settlement of such RSUs, the shares of Common Stock underlying the RSUs will be transferred to CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore.

Also on June 7, 2023, the 13,274 RSUs granted to each of the CCG Directors on June 7, 2022, which were held for the benefit of CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore, vested. Upon settlement of the vested RSUs (which the Reporting Persons expect to occur within sixty days), the underlying shares of Common Stock will be transferred to CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore.

**ITEM 5 INTERESTS IN THE SECURITIES OF THE ISSUER**

*The information set forth in Item 5(a)-(c) 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 (i) 146,744,164 shares of Common Stock issued and outstanding as of May 5, 2023, based on information furnished by the Issuer in its Quarterly Report on Form 10-Q for the period ended April 1, 2023, (ii) 26,548 shares of Common Stock expected to be issued upon settlement of RSUs granted to the CCG Directors on June 7, 2022, which vested on June 7, 2023, and (iii) 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, each of (ii) and (iii) which have been added to the shares of Common Stock outstanding in accordance with Rule 13d-3(d)(1) under the Act.

By virtue of the relationship among the Reporting Persons, including the role of each of Mr. Feliciano and Mr. Eghbali as a Managing Partner of CCG, each such Reporting Person may be deemed to share the power to vote or direct the vote and to share the power to dispose of or direct the disposition of the 44,439,665 shares of Common Stock held of record by CCPIV, CCPIV USTE, CCPIV Offshore, CCPV, CCPV USTE, and CCPV Offshore, and 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 such individual 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.

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(c) The response to Item 4 of this Amendment is incorporated by reference.

**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.

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**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: June 22, 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

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OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>CLEARLAKE CAPITAL GROUP, L.P.</u>  (Last) (First) (Middle) <u>233 WILSHIRE BLVD., SUITE 800</u>  (Street) <u>SANTA MONICA CA 90401</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Janus International Group, Inc. [ JBI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/20/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/20/2023		S <sup>(9)</sup>		1,633,948	D	\$9.0949 <sup>(9)</sup>	9,410,412 <sup>(10)</sup>	I	See Footnotes <sup>(1)(7)(8)</sup>
Common Stock	06/20/2023		S <sup>(9)</sup>		163,422	D	\$9.0949 <sup>(9)</sup>	941,234 <sup>(10)</sup>	I	See Footnotes <sup>(2)(7)(8)</sup>
Common Stock	06/20/2023		S <sup>(9)</sup>		60,572	D	\$9.0949 <sup>(9)</sup>	348,946 <sup>(10)</sup>	I	See Footnotes <sup>(3)(7)(8)</sup>
Common Stock	06/20/2023		S <sup>(9)</sup>		3,738,257	D	\$9.0949 <sup>(9)</sup>	21,529,126 <sup>(10)</sup>	I	See Footnotes <sup>(4)(7)(8)</sup>
Common Stock	06/20/2023		S <sup>(9)</sup>		1,864,751	D	\$9.0949 <sup>(9)</sup>	10,739,652 <sup>(10)</sup>	I	See Footnotes <sup>(5)(7)(8)</sup>
Common Stock	06/20/2023		S <sup>(9)</sup>		250,671	D	\$9.0949 <sup>(9)</sup>	1,443,747 <sup>(10)</sup>	I	See Footnotes <sup>(6)(7)(8)</sup>
Common Stock								28,580 <sup>(11)</sup>	I	See Footnote <sup>(11)</sup>
Common Stock								28,580 <sup>(12)</sup>	I	See Footnote <sup>(12)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <u>CLEARLAKE CAPITAL GROUP, L.P.</u>  (Last) (First) (Middle) <u>233 WILSHIRE BLVD., SUITE 800</u>  (Street) <u>SANTA MONICA CA 90401</u>  (City) (State) (Zip)		
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1. Name and Address of Reporting Person \*

[Eghbali Behdad](#)

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(Last) (First) (Middle)

C/O CLEARLAKE CAPITAL GROUP, L.P.  
233 WILSHIRE BLVD., SUITE 800

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(Street)

SANTA MONICA CA 90401

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(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Feliciano Jose Enrique](#)

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(Last) (First) (Middle)

C/O CLEARLAKE CAPITAL GROUP, L.P.  
233 WILSHIRE BLVD., SUITE 800

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(Street)

SANTA MONICA CA 90401

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(City) (State) (Zip)

**Explanation of Responses:**

1. Securities held of record by Clearlake Capital Partners IV (AIV-Jupiter), L.P., a Delaware limited partnership ("CCPIV").
2. Securities held of record by Clearlake Capital Partners IV (Offshore), L.P., a Cayman Islands exempted limited partnership ("CCPIV Offshore").
3. Securities held of record by Clearlake Capital Partners IV (AIV-Jupiter) USTE, L.P., a Delaware limited partnership ("CCPIV USTE").
4. Securities held of record by Clearlake Capital Partners V, L.P., a Delaware limited partnership ("CCPV").
5. Securities held of record by Clearlake Capital Partners V (Offshore), L.P., a Cayman Islands exempted limited partnership ("CCPV Offshore").
6. Securities held of record by Clearlake Capital Partners V (USTE), L.P., a Delaware limited partnership ("CCPV USTE" and together with CCPIV, CCPIV Offshore, CCPIV USTE, CCPV, and CCPV Offshore, the "Clearlake Funds").
7. CCPIV, CCPIV USTE and CCPV Offshore are managed by Clearlake Capital Management IV, L.P., a Delaware limited partnership ("CCMIV"). CCPV, CCPV USTE and CCPV Offshore are managed by Clearlake Capital Management V, L.P., a Delaware limited partnership ("CCMV"). Each of CCMIV and CCMV is ultimately controlled by Clearlake Capital Group, L.P., its investment adviser. Each of Jose E. Feliciano and Behdad Eghbali is a Managing Partner of Clearlake Capital Group, L.P.
8. Each Reporting Person disclaims beneficial ownership of these securities except to the extent of its or his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purpose.
9. The Reporting Persons sold these shares of Common Stock to an unaffiliated financial institution upon settlement of a post-paid forward transaction, for which the number of shares to be delivered and the price was determined at the end of the forward hedge selling period on June 20, 2023.
10. Includes shares of Common Stock that were transferred to each individual Clearlake Fund upon vesting and settlement of restricted stock units ("RSUs") granted to Jose E. Feliciano and Colin Leonard in connection with their roles as members of the board of directors of the Issuer, which RSUs were held of record by each of Mr. Feliciano and Mr. Leonard for the benefit of such Clearlake Funds prior to settlement.
11. Represents RSUs held of record by Mr. Feliciano for the benefit of the Clearlake Funds, which will be transferred to the Clearlake Funds upon vesting and settlement.
12. Represents RSUs held of record by Mr. Leonard for the benefit of the Clearlake Funds, which will be transferred to the Clearlake Funds upon vesting and settlement.

**Remarks:**

Jose E. Feliciano and Colin Leonard are members of the board of directors of the Issuer. On the basis of the relationship between Mr. Feliciano and Mr. Leonard, on the one hand, and the Reporting Persons, on the other, the Reporting Persons may be deemed directors by deputation in respect of the Issuer.

/s/ John F. Cannon, as Attorney-  
in-Fact for Clearlake Capital 06/22/2023  
Group, L.P.

/s/ John F. Cannon, as Attorney-  
in-Fact for Behdad Eghbali 06/22/2023

/s/ John F. Cannon, as Attorney-  
in-Fact for Jose E. Feliciano 06/22/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.