

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

**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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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>09/15/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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	09/15/2023		S <sup>(9)</sup>		4,527,719	D	\$10.4971 <sup>(9)</sup>	4,888,319 <sup>(10)</sup>	I	See Footnotes <sup>(1)(7)(8)</sup>
Common Stock	09/15/2023		S <sup>(9)</sup>		452,862	D	\$10.4971 <sup>(9)</sup>	488,934 <sup>(10)</sup>	I	See Footnotes <sup>(2)(7)(8)</sup>
Common Stock	09/15/2023		S <sup>(9)</sup>		167,866	D	\$10.4971 <sup>(9)</sup>	181,288 <sup>(10)</sup>	I	See Footnotes <sup>(3)(7)(8)</sup>
Common Stock	09/15/2023		S <sup>(9)</sup>		10,358,658	D	\$10.4971 <sup>(9)</sup>	11,183,338 <sup>(10)</sup>	I	See Footnotes <sup>(4)(7)(8)</sup>
Common Stock	09/15/2023		S <sup>(9)</sup>		5,167,270	D	\$10.4971 <sup>(9)</sup>	5,578,802 <sup>(10)</sup>	I	See Footnotes <sup>(5)(7)(8)</sup>
Common Stock	09/15/2023		S <sup>(9)</sup>		694,632	D	\$10.4971 <sup>(9)</sup>	749,977 <sup>(10)</sup>	I	See Footnotes <sup>(6)(7)(8)</sup>
Common Stock								15,306 <sup>(11)</sup>	I	See Footnote <sup>(11)</sup>
Common Stock								15,306 <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 *		
<a href="#">Eghbali Behdad</a>		
(Last)	(First)	(Middle)
C/O CLEARLAKE CAPITAL GROUP, L.P.		
233 WILSHIRE BLVD., SUITE 800		
(Street)		
SANTA MONICA	CA	90401
(City)		
(State)	(Zip)	

  

1. Name and Address of Reporting Person *		
<a href="#">Feliciano Jose Enrique</a>		
(Last)	(First)	(Middle)
C/O CLEARLAKE CAPITAL GROUP, L.P.		
233 WILSHIRE BLVD., SUITE 800		
(Street)		
SANTA MONICA	CA	90401
(City)		
(State)	(Zip)	

**Explanation of Responses:**

- Securities held of record by Clearlake Capital Partners IV (AIV-Jupiter), L.P., a Delaware limited partnership ("CCPIV").
- Securities held of record by Clearlake Capital Partners IV (Offshore), L.P., a Cayman Islands exempted limited partnership ("CCPIV Offshore").
- Securities held of record by Clearlake Capital Partners IV (AIV-Jupiter) USTE, L.P., a Delaware limited partnership ("CCPIV USTE").
- Securities held of record by Clearlake Capital Partners V, L.P., a Delaware limited partnership ("CCPV").
- Securities held of record by Clearlake Capital Partners V (Offshore), L.P., a Cayman Islands exempted limited partnership ("CCPV Offshore").
- 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").
- 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.
- 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.
- 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 September 15, 2023.
- 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.
- 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.
- 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 deputization in respect of the Issuer.

[/s/ John F. Cannon, as Attorney-in-Fact for Clearlake Capital Group, L.P.](#) [09/19/2023](#)

[/s/ John F. Cannon, as Attorney-in-Fact for Behdad Eghbali](#) [09/19/2023](#)

[/s/ John F. Cannon, as Attorney-in-Fact for Jose E. Feliciano](#) [09/19/2023](#)

\*\* 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.

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