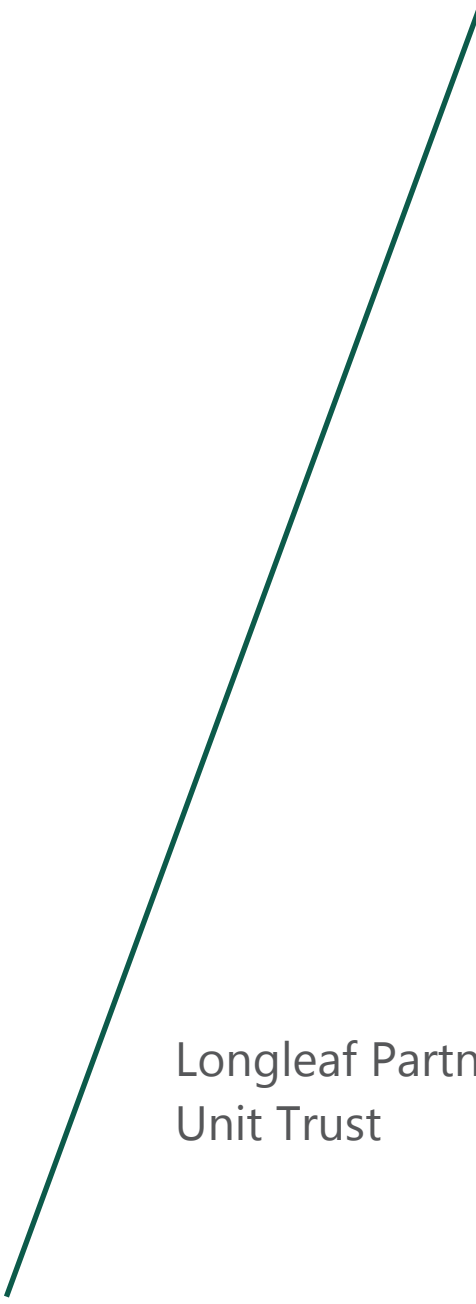


# *Annual Report & Audited Financial Statements*

For the financial year ended  
31 December 2020



Longleaf Partners  
Unit Trust

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# Statement of Manager's Responsibilities

/ 1

Longleaf Management Company (Ireland) Limited (the "Manager"), is responsible for preparing the Longleaf Partners Unit Trust (the "Trust") annual report and the financial statements for each financial period in accordance with applicable International Financial Reporting Standards ("IFRS") as adopted by the European Union. The Directors of the Manager are required to prepare financial statements which give a true and fair view.

In preparing these financial statements, the Directors of the Manager are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards and identify the standards in question, subject to any material departures from those standards being disclosed and explained in the notes to the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Trust will continue in business.

The Directors of the Manager are responsible for keeping adequate accounting records that are sufficient to:

- correctly record and explain the transactions of the Trust;
- enable, at any time, the assets, liabilities, financial position and profit or loss of the Trust to be determined with reasonable accuracy; and
- enable the Directors of the Manager to ensure that the financial statements comply with the Unit Trust Act, 1990 and enable those financial statements to be audited.

The Directors of the Manager are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the financial position of the Trust and to enable it to ensure that the financial statements are prepared in accordance with IFRS as adopted by the European Union and comply with the provisions of the Trust Deed and with Irish statute comprising the Unit Trust Act, 1990 and the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended and Central Bank (Supervision And Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2019, as amended (collectively the "UCITS Regulations").

The financial statements are published on the Southeastern Asset Management website. The Directors of the Manager, together with Southeastern Asset Management, Inc. as Investment Manager (the "Investment Manager"), are responsible for the maintenance and integrity of the financial information on this website.

The Directors of the Manager have delegated responsibility for administration of the Trust's affairs to State Street Fund Services (Ireland) Limited (the "Administrator") for the purpose of keeping adequate accounting records. Accordingly, the accounting records are kept at State Street Fund Services (Ireland) Limited, 78 Sir John Rogerson's Quay, Dublin 2, Ireland. The assets of the Trust are entrusted to State Street Custodial Services (Ireland) Limited, 78 Sir John Rogerson's Quay, Dublin 2, Ireland ("the Depository") for safekeeping in accordance with the Trust Deed.

The Directors of the Manager are also responsible with respect to its duties under the UCITS Regulations to take reasonable steps for the prevention and detection of fraud, and other irregularities. The Manager has appointed Southeastern Asset Management, Inc. as Investment Manager (the "Investment Manager") and we note that the Administrator and the Depository are independent of the Investment Manager. In addition, we note that both the Administrator and Depository are regulated by the Central Bank of Ireland and that the Investment Manager is regulated by the Securities & Exchange Commission ("SEC"). The Investment Manager is responsible for investment decision making. This segregation of duties is intended to mitigate the risk of fraud.

# Statement of Manager's Responsibilities

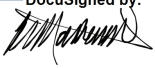
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## Dealings with Connected Parties

Regulation 43(1) of the UCITS Regulations "Restrictions of transactions with connected persons" states that "A responsible person shall ensure that any transaction between a UCITS and connected persons conducted a) at arm's length; and b) in the best interest of the unit-holders of the UCITS".

As required under UCITS Regulation 43, the Directors of the Manager, as responsible persons are satisfied that there are in place arrangements, evidenced by written procedures, to ensure that the obligations that are prescribed by Regulation 43(1) are applied to all transactions with a connected party; and all transactions with connected parties that were entered into during the period to which the report relates complied with the obligations that are prescribed by Regulation 43(1).

## Lisa Martensson

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**Michael Kirby**

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**23 April 2021**

# Depository's Report to the Unitholders of Longleaf Partners Unit Trust

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We have enquired into the conduct of the Manager in respect of the Trust for the financial year ended 31 December 2020, in our capacity as Depository to the Trust.

This report including the opinion has been prepared for and solely for the unitholders in the Trust, in accordance with Regulation 34, (1), (3) and (4) in Part 5 of the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended ('the UCITS Regulations'), and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown.

## Responsibilities of the Depository

Our duties and responsibilities are outlined in Regulation 34, (1), (3) and (4) in Part 5 of the UCITS Regulations. One of those duties is to enquire into the conduct of the Manager in each annual accounting period and report thereon to the unitholders.

Our report shall state whether, in our opinion, the Trust has been managed in that period in accordance with the provisions of the Trust's Trust Deed and the UCITS Regulations. It is the overall responsibility of the Manager to comply with these provisions. If the Manager has not so complied, we as Depository must state why this is the case and outline the steps which we have taken to rectify the situation.

## Basis of Depository Opinion

The Depository conducts such reviews as it, in its reasonable opinion, considers necessary in order to comply with its duties as outlined in Regulation 34, (1), (3) and (4) in Part 5 of the UCITS Regulations and to ensure that, in all material respects, the Trust has been managed (i) in accordance with the limitations imposed on its investment and borrowing powers by the provisions of the Trust Deed and the appropriate regulations and (ii) otherwise in accordance with the Trust's constitutional documentation and the appropriate regulations.

## Opinion

In our opinion, the Trust has been managed during the financial year, in all material respects:

- in accordance with the limitations imposed on the investment and borrowing powers of the Manager and the Trustee by the Trust Deed, by the UCITS Regulations and the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2019, as amended ('the Central Bank UCITS Regulations'); and
- otherwise in accordance with the provisions of the Trust Deed, the UCITS Regulations and the Central Bank UCITS Regulations.



**State Street Custodial Services (Ireland) Limited**  
**78 Sir John Rogerson's Quay**  
**Dublin 2**  
**Ireland**  
**23 April 2021**



# ***Independent auditors' report to the unitholders of the Funds of Longleaf Partners Unit Trust***

## **Report on the audit of the financial statements**

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### **Opinion**

In our opinion, Longleaf Partners Unit Trust's financial statements:

- give a true and fair view of the Funds' assets, liabilities and financial position as at 31 December 2020 and of their results and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union; and
- have been properly prepared in accordance with the requirements of the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 (as amended).

We have audited the financial statements, included within the Annual Report & Audited Financial Statements, which comprise:

- the Statement of Financial Position for each of the Funds as at 31 December 2020;
- the Statement of Comprehensive Income for each of the Funds for the year then ended;
- the Statement of Cash Flows for each of the Funds for the year then ended;
- the Statement of Changes in Net Assets Attributable to Holders of Redeemable Participating Units for each of the Funds for the year then ended;
- the Schedule of Investments for each of the Funds as at 31 December 2020; and
- the notes to the financial statements for each of the Funds, which include a description of the significant accounting policies.

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### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (Ireland) ("ISAs (Ireland)") and applicable law.

Our responsibilities under ISAs (Ireland) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

We remained independent of the Trust in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, which includes IAASA's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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### **Conclusions relating to going concern**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Funds' ability to continue as a going concern for a period of at least twelve months from the date on which the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the manager's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the Funds' ability to continue as a going concern.

Our responsibilities and the responsibilities of the manager with respect to going concern are described in the relevant sections of this report.

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## Reporting on other information

The other information comprises all of the information in the Annual Report & Audited Financial Statements other than the financial statements and our auditors' report thereon. The manager is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

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## Responsibilities for the financial statements and the audit

### *Responsibilities of the manager for the financial statements*

As explained more fully in the Statement of Manager's Responsibilities set out on pages 1 and 2, the manager is responsible for the preparation of the financial statements in accordance with the applicable framework giving a true and fair view.

The manager is also responsible for such internal control as the manager determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the manager is responsible for assessing the Funds' ability to continue as going concerns, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the manager intends to cease operations, or has no realistic alternative but to do so.

### *Auditors' responsibilities for the audit of the financial statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA website at:

[https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description\\_of\\_auditors\\_responsibilities\\_for\\_audit.pdf](https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsibilities_for_audit.pdf).

This description forms part of our auditors' report.

### *Use of this report*

This report, including the opinion, has been prepared for and only for the unitholders of each of the Funds as a body in accordance with the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 (as amended) and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

A stylized signature of 'PricewaterhouseCoopers' in a cursive script.

PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
Dublin  
23 April 2021

# Investment Manager's Report

## Global Fund

/ 6

Longleaf Partners Global UCITS Fund (the "Fund") added 16.28% in the fourth quarter, ahead of the MSCI World's impressive 13.96% return in the fourth quarter. While this quarter's strong performance took the Fund into positive territory in the year, the Fund's 3.46% return for the year fell short of the Index's 15.90%. 2020 performance was a tale of two halves, with the first half overwhelmingly driven by COVID-19 fear and stock price volatility. Many of the same stocks that hurt the most in the first half rebounded meaningfully to drive strong returns in the second half of the year. Almost every company in the portfolio was positive in 4Q, with three-quarters producing double-digit returns. In both periods and for the full year, our overweight to Hong Kong (and the relative underperformance of our holdings there) was one of the largest single relative and absolute detractors. The three Hong Kong-listed companies we own declined in the year, but we believe these businesses offer some of the most compelling future upside from today's overly discounted prices. This exposure, together with the drag from our average 14% cash weighting, accounted for over 95% of the Fund's relative underperformance for the year. The quick rally in the second half resulted in elevated cash, as we trimmed or sold top performers and had fewer new opportunities that qualified from a price perspective. Underperforming for what we do not own is frustrating, but we are confident that not looking like the index can drive strong, differentiated outperformance over the long run.

Average Annual Total Returns - 31 December 2020

	<b>Inception Date</b>	<b>Since Inception</b>	<b>10 Year</b>	<b>5 Year</b>	<b>3 Year</b>	<b>1 Year</b>
Class I-USD	04/01/2010	5.94%	5.51%	8.16%	0.88%	3.46%
Class I-Euro	20/05/2010	6.95%	6.33%	5.50%	-0.11%	-5.05%
Class I-GBP	13/11/2013	6.88%	-	9.72%	0.44%	0.15%

### 2020: A Year in Review

2020 has been a hard year that humanity would like to forget for a lot of reasons. From a stock market perspective, the first two months of the year felt like a continuation of the last decade+ of momentum-driven index returns in most global markets (with the notable exception of Asia, which was hit by COVID-19 at the start of the year). The historically-sudden market panic that unfolded across global markets in March happened so quickly, and the Fed and Treasury stepped in so fast, that reality never really sank in for a lot of investors in the stock and bond markets. This initial freeze might be best measured by a surprising lack of large exchange-traded fund (ETF) outflows in March and April, when there were actually billions of inflows that didn't look all that different than the average month over the last several years. After the initial market panic subsided and most people found themselves working from home with a lot more time on their hands, the rest of the year saw momentum-chasing reach a whole new level, with what had been going up pre-March soaring to new heights. November 2020 saw the most US equity ETF inflows for any month over the last 10 years.

In our first quarter letter in April 2020, we sounded a note of relative optimism with our view that the 1Q extremes would not last forever and that we could expect the market to begin discounting a more "normal" world by year-end. Yet markets turned much more quickly than we would have anticipated. As the year has gone on, we have witnessed and written extensively about the top-heavy S&P 500, the market's lust for quality at any price driven by the "20/20 Club" of market favorites with 20%+ return on equity (ROE) and 20x+ price-to-earnings (P/E) ratios, SPACs (special purpose acquisition corporations), IPOs (initial public offerings) and even bitcoin (you know things are rolling when bitcoin gets into the conversation!). They are all materially higher now than when we first mentioned them in our 2Q and 3Q letters. This news might be discouraging in the short term, but we believe it is great for our prospective returns, especially on a relative basis, as we wrote in our "Why We Believe Value Will Work Again" piece in December 2020. While this piece focused on US large cap, we include below an update on the most important table in the piece (with comparable global data), which highlights that we could see meaningful outperformance if we simply adjust 2022 P/E multiples to slightly more normal levels:



### Implied Returns Based on Various P/E Assumptions

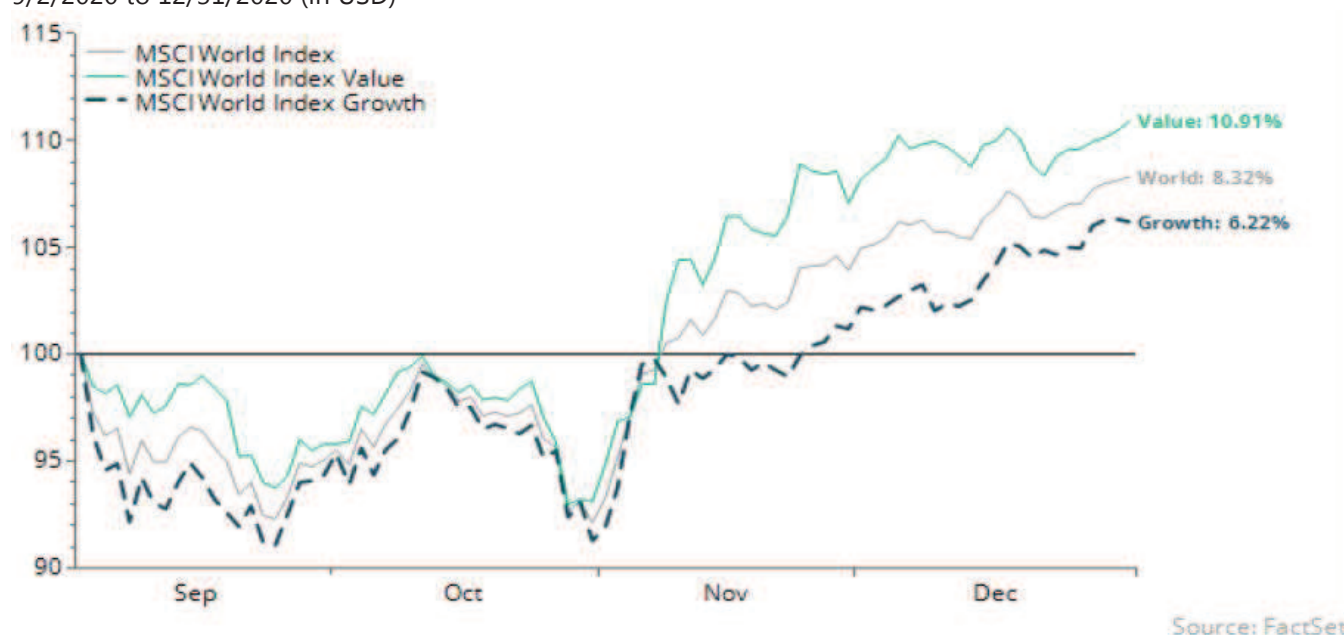
	2022 P/E		P/E Change	Performance from P/E Change
	Current	Assumption		
MSCI World	18.1	16.7	-1.4	-8%
MSCI World Growth	27.2	20.0	-7.2	-27%
MSCI World Value	13.7	14.3	+0.6	+5%
Longleaf Partners Global UCITS	10.7	14.3	+3.6	+34%

Actual investment results and performance are not guaranteed

The market might already be turning towards value, as we noted in the piece and as shown in the chart below:

### Performance Since Market Peak

9/2/2020 to 12/31/2020 (in USD)



One thing that we would like to stress in anticipation of questions about this piece and the implied returns table in particular is that paying a low multiple does not automatically mean that you are buying something "low quality." Nor is paying a low multiple a relic of the time before computers, and now all the advantage from this "strategy" has been competed away. There was plenty of computer-driven stock screening and trading in 2000 and even in 1987. We believe that paying a low multiple can actually be a great thing both qualitatively and quantitatively, as it means that you are getting a free shot at a brighter future than the market expects. Said another way, it lowers the bar for upside surprises that are hard to put into a spreadsheet. Look back to the 2010s, when we were able to buy at a discount great businesses like Colgate, Abbott Laboratories, adidas and McDonalds that are now once again consensus great. We have to try hard to remember how existential the market hate for those companies felt back then. The key when paying a low multiple is to pick a business with improving cash production over the long run and great partners allocating large amounts of free cash flow (FCF) from a position of balance sheet strength. We don't need the FCF to be clearly reported today, either, as we are more than willing to invest in IT companies that are investing today through the income and cash flow statements to drive growth for tomorrow, as we did when we bought Alphabet when it traded temporarily at a deep enough discount in 2015. But price matters greatly, and the revenue multiples for many IT favorites today are off the charts vs. the past. Conversely, we don't care about a big, readily-apparent FCF coupon today if it will be materially lower in the years to come. In the rare instances in the portfolio where there is "melting ice cube" risk like this, our management partners (helped along by our engagement) are making the right moves to allocate capital intelligently to lead to higher consolidated FCF/share in the years to come.

COVID taught us all many lessons. We admit that we may have been too complacent in the face of pandemic risk early on, as our insight from our team in Asia (where the virus has largely been successfully mitigated, in contrast to most other countries around the world) and our collective experience with SARS (which was an opportunity for our International Fund), Bird Flu (which we studied extensively when we owned Yum Brands, held in the Longleaf Partners Fund and Longleaf Partners International Fund, and Yum China) and Ebola (which impacted Vivendi's African operations) gave us false confidence that pandemic fears were overblown. But this time really was different, and once we recognized COVID as the once-in-a-century event that it is, we acted quickly and prudently to re-underwrite our holdings and adjust the portfolio accordingly.

In the first half, we sold our remaining position in OCI, whose long-term appraisal value was permanently impaired in the face of COVID. We upgraded the portfolio with new positions in Prosus, Hyatt Hotels, DuPont, Accor and MGM Resorts, which have gone on to be top contributors for the year, and added to several existing companies whose share prices were negatively impacted in the short term, including Millicom, EXOR, CK Hutchison and Melco. EXOR and Millicom rebounded meaningfully in the second half and we believe all offer significant further upside from here. We also held on to some first half detractors that took a near-term negative COVID-related value hit, but where we see meaningful potential upside. These have had mixed share price success thus far, with FedEx among the top performers for the year after returning 88% in the second half, compared to Lumen and CK Hutchison, which had muted second half returns and remain top detractors for the year. The very encouraging news is that both are making moves that are within their control to get us paid sooner rather than later, and we discuss both in more detail below. While the portfolio decisions discussed above impacted absolute and relative performance in the short term, we believe they have positioned us for stronger performance in the years ahead.

### New Risks

There are at least three areas like pandemic risk where the market has gotten more complacent, but hopefully we have not: inflation, regulation and taxes. The first order answer to inflation is what you would remember from Berkshire's annual letters in the '70s & '80s – own great businesses with pricing power. We own a lot of those, but many investors riding “compounders” into the 25x+ P/E zone own great businesses too. The problem for those overvalued compounders is that a higher nominal discount rate can drive down multiples much more dramatically for these highflyers than for our investments that were already out of favor - e.g. the mid-high single-digit market P/E of 1982 as an extreme case that was hard for any company to escape. We already own a lot of single-digit and low double-digit P/Es that will grow their earnings in this world, but it's a long way down to a more reasonable 20x (or lower) multiple for the 20/20 Club. On the flip side, for the value investors who own banks (which have been strong performers in 4Q 2020 on hopes for higher interest rates increasing near term earnings per share (EPS)), there could be pain to come. Inflation is historically much kinder to borrowers than lenders, and most banks are largely a bunch of illiquid loans set against more liquid (and less differentiated than ever, thanks to technology) deposits.

Regulation is also like inflation in that a lot of market participants today weren't around when it mattered more. There's always the comeback – “look at how well Standard Oil & AT&T's descendants performed after their forced breakups.” We don't dispute their subsequent performance, but both benefitted from more focus at their descendants leading to cost cuts and capital efficiency, plus they both rode respective waves of cars leading to increased oil demand and the still-growing demand for information helping all things telecom. It's also important that the descendants of these two megas weren't actually hit with major new regulations themselves post-breakup. So we would caution big tech, big healthcare and big bank bulls that if actual global bipartisan guns are turned on them as they continue to be broadly unpopular while also already being highly profitable, their next 10+ years could look more like those of IBM's after the '70s, Microsoft's after the '90s or, taking it further back, utilities' after the '20s and railroads' until deregulation in the 1980s. Additionally, emboldened regulators might still have some unfinished business from the Global Financial Crisis to make sure that big financial entities don't get too big to fail again. This can't be good for the profits of certain large companies, or maybe even for the whole concept of indexing, which comprises over 50% of most global markets when measured to include ETF's and “closet indexers,” or so-called active managers with an active share of < 75%.

Tax rates have been declining in most countries for decades. While we missed owning many of the biggest winners from the Trump era tax cuts, corporate tax rates are not a lock to go higher this year or next. However, the US political landscape does look different in the wake of the election, and there is a lot more government revenue needed in the long run to pay the bill for the war on COVID. It increasingly feels like some investors view ETFs as a magical, no-tax alternative to mutual fund annual tax distributions. But there is no such thing as a (tax)-free lunch. A great article in Tax Notes last year titled the phenomenon well: "ETFs as Tax Dialysis Machines". You can't successfully only hold your winners and only sell your losers forever, even if watering the flowers instead of the weeds is a sound strategy if you trim the flowers when the time is right. With passive becoming a bigger part of the market, loopholes (does anyone really think that "creation and redemption baskets" are safe from the IRS forever?) that have benefitted ETFs will not stand forever, and if investors do ever rush for the ETF exits (again, March 2020 was too shockingly quick to really make this happen in a big way), things could get ugly on this front.

### Contributors/Detractors

(2020 Investment return, 2020 Fund contribution; Q4 Investment return, Q4 Fund contribution)

FedEx (76%, 4.28%; 4%, 0.30%), the global logistics company, was the top contributor in 2020 after an outstanding year for the business that wasn't simply the result of COVID, even if the company has been a strong beneficiary of the rapid societal changes driven by it. The share price returned over 85% in the last six months. Over the last quarter, Ground revenues increased 38%, while operating income grew 61%, despite another round of heavy investments weighing down margins temporarily into the single-digits. The company is indispensable for the United States' e-commerce deliveries and is reaping the rewards of its investments in previous years to gear up for 7-day delivery. The Express segment is still benefitting from fewer passenger flights diminishing competing underbelly capacity. Despite the sharp appreciation, the stock trades at a reasonable mid-teens P/E multiple on forward earnings, and we expect the value to grow double-digits annually from here. FedEx has done its part to give back this year in the face of COVID. Since the onset of the pandemic, FedEx has delivered more than 55 kilotons of personal protective equipment, including more than two billion face masks, and more than 9,600 humanitarian aid shipments around the globe. More recently, FedEx was tapped to deliver the first wave of Pfizer-BioNTech vaccines across the US, and its infrastructure will be critical to successfully disseminating the vaccines.

Carrier (91%, 3.66%; --, --), the heating, ventilation and air conditioning (HVAC) and security company, was also a top performer for the year. We received shares at the end of March with Carrier's spinoff from our long-time United Technologies holding, and bought more in April as it traded at less than half of our appraisal and a 7x trailing P/E against similar competitors that were trading at 13-17x. After the business rebounded faster than expected, we exited the position in July.

Prosus (53%, 3.30%; 18%, 0.94%), a global consumer internet group, was another top contributor for the year. Tencent, in which Prosus owns a 31% stake, representing the majority of its appraisal, demonstrated significant resilience this year, even during the pandemic. Online advertising, gaming and cloud all grew revenue strongly year-over-year and improved their market position. Tencent's investment portfolios, which include companies such as JD.com, Sea Ltd and others, also delivered outstanding share price appreciation in the year. Tencent has been a great investment for Prosus/Naspers, resulting in a portfolio IRR (internal rate of return) of 37% since FY2002. What is less known is, even excluding Tencent, the rest of the portfolio still achieved 18% IRR in the same period. We believe Prosus is still undervalued today. Its stake in Tencent at the market price is more than the entire market capitalization of Prosus, meaning the market gives no credit for its group of unlisted businesses, which have strong growth prospects and dominant positions in their respective geographies. Prosus management is well aligned and has a history of taking decisive action to unlock the value. They have worked to improve disclosure on the valuable businesses outside of Tencent and also announced a US\$5 billion share buyback program for Prosus and Naspers shares at advantageous prices.

CNX (25%, 3.09%; 14%, 0.52%), the natural gas company, was also a strong contributor, after having been noted in our 2019 year-end letter as a "problem child." The company reported strong free-cash flow and earnings before interest rate, tax, depreciation and amortization (EBITDA) growth in the first half. In addition to its positive absolute

performance, CNX has been a strong relative contributor versus the S&P 500 for which Energy was by far the worst performing sector in the year. In October, Bloomberg reported that Appalachian neighbor EQT approached CNX with a merger offer. CEO Nick DeIuliis and Chairman Will Thorndike are focused on their company's value per share and will do the right thing for shareholders. CNX has the potential to both pay down debt with its hedged FCF and resume repurchases to grow FCF/share during an extreme energy bear market.

DuPont de Nemours (52%, 2.84%; 29%, 0.90%), the industrial conglomerate, contributed after we initiated a position in the company for the third time in our history in March. The share price rebounded quickly, and it was a top contributor in 2Q. The company will soon close a value accretive merger between its Nutrition business and International Flavors & Fragrances that will then lead to an intelligently-structured split-off. The Safety & Construction and Transportation & Industrial segments partially rebounded due to their strength in personal protective equipment (PPE) and global auto builds, respectively. Electronics & Imaging grew revenues 8% during the last quarter due to its exposure to semiconductors and 5G chips. Despite the industrial recession, CEO Ed Breen made excellent decisions to grow the value this year and improved both capital allocation and operations. Through its TyvekTogether program, DuPont partnered with multiple companies to produce and donate protective gowns for healthcare workers in the fight against COVID.

Williams (-2%, 2.17%; 3%, 0.18%), the natural gas pipeline company, was a strong contributor for the year. Similar to CNX, Williams was a strong absolute and relative performer in the portfolio. In the most recent quarter, EBITDA increased 4% quarter-over-quarter and year-over-year, highlighting the value of these assets and consistency of their earnings. We began buying these assets at a discount in late 2019, as the market feared negative effects from customer bankruptcies and low natural gas prices, and then we added more in a totally irrational market panic in March, before its share price stabilized and rebounded significantly this year as it became clear that these worries would not impact the business's FCF or long-term value per share. Williams is on track to generate 2021 EBITDA growth and FCF after all capex and dividends, but the share price does not yet reflect the quality of the business or the significant future upside from today's level.

EXOR (6%, -0.86%; 49%, 3.26%), the European holding company of the Agnelli family, was the top contributor in the fourth quarter, rallying 49% after a challenging first half. During the quarter, the market started to price in the previously announced Fiat Chrysler (FCA) and PSA (the owner of Peugeot) merger, which was completed in January 2021. This great move will create the world's third largest carmaker by vehicle sales. Additionally, CNH, the agriculture machinery business, produced strong 2Q and 3Q results that far exceeded market consensus and management's prior conservative outlook. The company made significant progress in lowering its channel inventory and meaningfully improving FCF. It also announced that Scott Wine will join the company as CEO after a successful run at Polaris. Meanwhile, EXOR's reinsurance underwriter holding PartnerRe has performed well in a tough year and is positioned to take advantage of hardening insurance prices. We believe this business will ultimately be worth more than the \$9 billion price offered early in 2020 by Covéa. While the later attempts by Covéa to renegotiate those terms ultimately resulted in the deal being cancelled, the consolation prize of Covéa investing €1.5 billion in EXOR and PartnerRe goes a long way to repairing any lingering impact. We believe the €750 million being invested in PartnerRe's third party capital business will provide the momentum needed to build a robust third party insurance capital management business. Ferrari, which comprises approximately one-fifth of EXOR's NAV, sailed through the pandemic unscathed, further demonstrating the value of this luxury brand.

General Electric (GE) (-3%, -1.17%; 74%, 3.08%), the Aviation, Healthcare and Power conglomerate, was among the top two contributors in the fourth quarter after a very difficult first half. The company's crown jewel Aviation business sells and maintains commercial and military jet engines. With air travel frozen, this year's second quarter was its worst in over a century of operating history with a \$680 million operating loss. 3Q revenues improved sequentially as some flights resumed but still declined 39% year-over-year. Yet GE Aviation earned a remarkable \$356 million in the third quarter due to extreme cost discipline. With fewer expenses, the same world-class competitive position and favorable long-term air-travel growth prospects, Aviation should keep improving incrementally with the potential to emerge stronger than ever within several years. GE Healthcare revenues, excluding non-recurring ventilator sales for COVID treatment, also improved 3% year-over-year in an encouraging performance.

GE also took steps to give back in 2020 by working to help develop thousands of ventilators to aid coronavirus patients. The stock has roughly doubled from its March low as business results improved, in large part due to CEO Larry Culp's excellent management. Please stay tuned for the next episode of the Price-to-Value Podcast in which Vice-Chairman Staley Cates interviews Larry Culp on Lean manufacturing, GE's culture, navigating COVID and his outlook for the business. The episode will air in January and will be available on our website at <https://southeasternasset.com/podcasts/>, as well as all major podcast streaming platforms.

CK Hutchison (-22%, -2.72%; 16%, 0.82%), a conglomerate of telecommunications, health & beauty, infrastructure, global ports and energy, was the top detractor for the year. The company's Oil and Retail businesses were severely impacted by COVID in the first half of the year. Taking advantage of the tough environment, management merged oil business Husky Energy with Cenovus Energy to create a new integrated Canadian oil and natural gas company with tremendous synergies. Within Retail, Watson stores have seen traffic recovery after cities unlocked, and profits are expected to grow year-over-year in the second half. While global Port total volume declined in 2020, CK Hutchison's ports outperformed relative to its peers, given its hub locations in Europe and Asia. The Telecom division is the least impacted in the current environment, as lockdowns and work from home have resulted in improvement in business volume and asset utilization. In November, the company reached an agreement with Cellnex to sell its telecom tower assets for €10 billion, well above our expectation and nearly half of CK Hutchison's market cap. The deal would materially strengthen CK Hutchison's balance sheet by reducing net debt. We are greatly encouraged that the board stated its plans to allocate a portion of the proceeds to share buybacks, which would increase the value per share for all shareholders. In another potentially value-accretive market consolidation opportunity, CK Hutchison entered into a Memorandum of Understanding in December to discuss merging its telecom business in Indonesia with Indosat.

Lumen (-20%, -2.65%; -2%, -0.16%), the fiber telecom company formerly named CenturyLink, was another top detractor for the year and the only (slight) detractor in the fourth quarter. During the last quarter, Enterprise fiber revenues grew 0.8% year-over-year, International and Global declined 2.6% and Small and Medium Business (SMB) shrunk 5.8% due to COVID repercussions. Yet margins slightly increased due to the strong cost controls of CEO Jeff Storey and CFO Neel Dev. Despite significant deleveraging over the last two years and multiple debt issuances this year at low to mid-single digit interest rates, the stock trades at an incredibly low multiple of <5x FCF. We believe Lumen can grow by continuing to invest into fiber, which should outweigh its declining legacy copper landline business. Numerous recent large transactions for fiber peers at double-digit EBITDA multiples and landline peers at mid-single digit EBITDA multiples also suggest that Lumen could monetize several of its segments at good prices well beyond its total market capitalization today. We have stepped up our engagement with the company and signed a non-disclosure agreement (NDA) last month, so unfortunately we cannot say more other than "stay tuned."

CNH Industrial (CNH) (-34%, -2.61%; --, --), one of the world's largest agriculture machinery manufacturers, was another top detractor for the year. CNH started off the year with worse-than-expected first quarter results caused by COVID-related demand disruption and production shutdowns starting in March. Margins across all segments were down primarily due to operating leverage and cash flows deteriorating as sales and EBITDA collapsed, exacerbating the working capital drain. We sold our position in the third quarter to swap into EXOR, which traded at a larger discount and includes a higher quality group of businesses in addition to its stake in CNH. EXOR was the top contributor in the fourth quarter.

Fairfax Financial (-27%, -2.07%; 16%, 0.79%), the insurance company, detracted for the year. Insurance pricing has been improving this year and grew high single-digits in reinsurance to double-digit increases in primary lines during the third quarter. Fairfax's underwriting has also been excellent at a sub-100% combined ratio, despite losses from one-time catastrophes and moderate COVID-related business and travel cancellations. Fairfax has suffered from poor equity returns from its investment portfolio in recent years and also in 2020 as certain investments like restaurants in Canada and an airport in India were particular impacted, as well as money-losing market hedges that CEO Prem Watsa has since closed. We expect the underwriting and insurance pricing to remain strong, the investment portfolio to improve, and were especially excited to see Watsa purchase over \$100 million of stock earlier this year in one of our largest investee insider purchases ever.



## Portfolio Activity

Our on-deck list peaked (and cash troughed) this year at the end of 1Q, when we were finding more new investment opportunities than cash available in the portfolio. While the research team has been busy poring over multiple new ideas this year, the on-deck list of qualifying investments shrunk as stock prices rallied across the board. Our only addition in the fourth quarter was a small position in AMG. We weren't able to get a full position, but we hope to have another chance to fill it out in the new year. We ended the year with 19% cash, which we view as dry powder that will allow us to act quickly as new investments qualify. While we are not currently "pounding the table" on the opportunity set today, given the temporarily elevated cash, we believe that cash position could look very different in the near term.

## Southeastern Updates

We have focused on safety for our employees and communities while adapting to the new way of getting work done from home in 2020. We will likely all be together again in the office at some point in 2021, but longer term we will also embrace a more flexible work setup. From a research perspective, our global network built over the last 45+ years was a distinct competitive advantage this year, as travel and in-person meetings quickly ceased in March. We have a well-established dialogue with our existing investee management teams, as well as with those at many competitors to our portfolio holdings and new potential investment opportunities that we reviewed in the year. Past investees and current clients have also helped our research in many ways. We have been able to maintain our constructively engaged approach without disruption and, in many cases, deepened these relationships and expanded our topics of engagement throughout the year.

Environmental, social and governance (ESG) factors have always been important to us - both as we assess our "Business, People, Price" criteria for any new investments and as we review our businesses and engage with management teams for our existing holdings. In the last year, we have taken steps to formalize our approach to how we incorporate ESG into our investment process. We established an ESG team, with representation from the Research and Client Relations and Communications teams, which reports directly to CEO and Head of Research Ross Glotzbach. While each research analyst is ultimately responsible for each name under coverage, the ESG team is involved in ongoing oversight of the incorporation of ESG matters into our investment process and client reporting, as well as our day-to-day business operations. We have formally incorporated a section on ESG analysis into our research reports. This analysis details how the Investment Manager rates on ESG factors, including how the reality compares to the market's perception of these issues, as well as areas where we might seek to engage with management to improve the company's footprint. We recently signed on MSCI ESG Rating as a third party data provider to help quantify ESG-specific metrics. We have found this to be a useful supplement to our in-house, bottom-up analysis that draws upon our extensive global resources and network to gain a more comprehensive picture, but just like our long history of proxy voting where we review ISS recommendations but make our own decision, we will never outsource something this important. At the start of the year, we became signatories to the United Nations-supported Principles for Responsible Investing (UNPRI), as well as to Climate Action 100+ (CA100), an investor-led initiative that is supported by UNPRI and is focused on actively engaging with management teams that are in a position to help drive long-term, global progress in the fight against climate change. We are specifically engaging with GE through CA100 and have had several productive discussions with the company, as well as our fellow CA100 signatories, and we were pleased to see GE's recent commitment to carbon neutrality by 2030.

We have also been heartened to see the steps that our companies across all our portfolios are taking to give back and support the fight against COVID - whether through producing PPE for healthcare workers, supporting their own employees through enhanced safety plans to ensure critical services continue uninterrupted and/or raising and donating funds to local food banks and other charities that directly support the most vulnerable community members.

In 3Q, we seeded a new European investment strategy with internal capital to address the growing opportunity in Europe to engage with companies and key stakeholders to enhance and realize value. Josh Shores and John Woodman are Co-Portfolio Managers of the strategy, and we anticipate that the strategy will, over time, expand the opportunity set for our Non-US and Global strategies and deepen our global network, which supports all our investment mandates.

Finally, Andy McCarroll (General Counsel, at Southeastern since 1998) and Gwin Myerberg (Global Head of Client Relations and Communications, at Southeastern since 2008) joined Southeastern's Board of Directors. The Board supports Ross Glotzbach in his role as CEO and works closely with department heads to coordinate management functions across all key areas of the organization, to set the strategy and goals for the firm and to ensure we always stick to the guiding principles that define our unique culture. We are excited to add Andy's and Gwin's experience and insight to this important role.

### **Outlook**

What a year. We're all tired of the same clichés by now so will wrap it up. We own great individual investments that combine to create a portfolio that looks dramatically different than the index. It's time for that to work, not because we are owed anything, but because of simple math and an increasing lack of competition doing sensible things that have worked for most decades of recorded history, but have never felt harder to do after a year like this on top of a rough 10+ years before. We will continue to treat your capital as if it were our own and to stick to our time-tested investment discipline, even when it feels difficult to do so. We thank you for your partnership and are looking forward to 2021.

**Southeastern Asset Management, Inc.**  
**January 2021**

# Schedule of Investments as at 31 December 2020

## Global Fund

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Security (Domicile)	Nominal Holdings	Fair Value US\$	% of Net Assets
<b>Common Stock (December 2019: 89.83%)</b>			
<b>Transferable Securities (December 2019: 89.83%)</b>			
<b>Air Freight &amp; Logistics (December 2019: 5.99%)</b>			
FedEx Corporation (United States)	13,992	3,632,603	3.81
<b>Chemicals (December 2019: 3.64%)</b>			
DuPont de Nemours Inc. (United States)	43,730	3,109,640	3.26
<b>Construction Materials (December 2019: 4.75%)</b>			
LafargeHolcim Limited (France listed) (Switzerland)	8,044	438,773	0.46
LafargeHolcim Limited (Switzerland listed) (Switzerland)	70,836	3,890,259	4.08
		<u>4,329,032</u>	<u>4.54</u>
<b>Diversified Financial Services (December 2019: 14.94%)</b>			
Affiliated Managers Group Inc. (United States)	9,370	952,929	1.00
CK Hutchison Holdings Limited (Hong Kong)	626,191	4,369,836	4.58
EXOR N.V. (Netherlands)	107,633	8,707,259	9.13
		<u>14,030,024</u>	<u>14.71</u>
<b>Diversified Telecommunication Services (December 2019: 8.44%)</b>			
Lumen Technologies Inc. (United States)	763,959	7,448,600	7.81
Millicom International Cellular S.A. (Luxembourg)	66,175	2,604,340	2.73
		<u>10,052,940</u>	<u>10.54</u>
<b>Hotels, Restaurants &amp; Leisure (December 2019: 4.99%)</b>			
Accor S.A. (France)	58,194	2,104,344	2.21
Hyatt Hotels Corporation (United States)	27,227	2,021,605	2.12
Melco International Development Limited (Hong Kong)	2,879,589	5,601,352	5.87
MGM Resorts International (United States)	89,888	2,832,371	2.97
		<u>12,559,672</u>	<u>13.17</u>
<b>Industrial Conglomerates (December 2019: 11.67%)</b>			
General Electric Company (United States)	430,231	4,646,495	4.87
<b>Insurance (December 2019: 4.87%)</b>			
Fairfax Financial Holdings Limited (Canada)	13,023	4,440,062	4.66
<b>Internet Software &amp; Services (December 2019: 4.10%)</b>			
Prosus N.V. (Netherlands)	34,278	3,700,139	3.88
<b>Machinery (December 2019: 8.80%)</b>			
MinebeaMitsumi Inc. (Japan)	42,100	835,028	0.88
<b>Media (December 2019: 4.67%)</b>			
Comcast Corporation (United States)	76,910	4,030,084	4.23
<b>Oil, Gas &amp; Consumable Fuels (December 2019: 8.48%)</b>			
CNX Resources Corporation (United States)	390,553	4,217,972	4.42
Williams Companies Inc. (United States)	195,620	3,922,181	4.11
		<u>8,140,153</u>	<u>8.53</u>



<b>Security (Domicile)</b>	<b>Nominal Holdings</b>	<b>Fair Value US\$</b>	<b>% of Net Assets</b>
<b>Common Stock (December 2019: 89.83%) (continued)</b>			
<b>Transferable Securities (December 2019: 89.83%) (continued)</b>			
<b>Real Estate Management &amp; Development (December 2018: 4.49%)</b>			
CK Asset Holdings Limited (Hong Kong)	690,959	3,547,287	3.72
<b>Total Common Stock</b>		<b>77,053,159</b>	<b>80.80</b>
<b>Total Transferable Securities (Cost \$75,398,836)</b>		<b>77,053,159</b>	<b>80.80</b>
<b>Short Term Obligations (December 2019: 10.33%)</b>			
State Street Repurchase Agreement State Street Bank			
0.00% due 04/01/2021 (Collateral: US\$18,838,476 U.S.			
Treasury Note 0.375% due 31/12/2025) (United States)	18,469,000	18,469,000	19.37
<b>Total Short Term Obligations</b>		<b>18,469,000</b>	<b>19.37</b>
<b>Portfolio Of Investments (December 2019: 100.16%)</b>		<b>95,522,159</b>	<b>100.17</b>
Cash and cash equivalents (December 2019: (0.08)%)		917	0.00
Other Creditors (December 2019: (0.08)%)		(161,127)	(0.17)
<b>Net Asset Value</b>		<b>95,361,949</b>	<b>100.00</b>

<b>Analysis of total assets</b>	<b>% of Total Current Assets</b>
Transferable securities admitted to an official stock exchange listing or traded on a regulated market	80.57
Short term obligations	19.31
Other current assets	0.12
<b>Total Assets</b>	<b>100.00</b>

# Statement of Changes in Composition of Portfolio

## Global Fund

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	<b>Acquisition Cost*</b>
	<b>US\$</b>
DuPont de Nemours Inc.	7,273,113
Prosus N.V.	5,572,576
Carrier Global Corporation	3,250,630
Millicom International Cellular S.A.	2,713,206
Melco International Development Limited	2,132,361
MGM Resorts International	1,911,711
Hyatt Hotels Corporation	1,804,331
Accor S.A.	1,803,151
Fairfax Financial Holdings Limited	1,475,447
Lumen Technologies Inc.	1,296,820
Williams Companies Inc.	1,151,910
CK Hutchison Holdings Limited	990,074
EXOR N.V.	863,067
Affiliated Managers Group Inc.	733,321
General Electric Company	693,865
Raytheon Technologies Corporation	390,238
CK Asset Holdings Limited	280,892
	<b>Disposal Proceeds</b>
	<b>US\$</b>
FedEx Corporation	8,556,441
Alphabet Inc.	7,351,429
General Electric Company	7,017,874
Carrier Global Corporation	6,272,559
EXOR N.V.	6,021,287
DuPont de Nemours Inc.	5,574,170
MinebeaMitsumi Inc.	5,367,172
CNH Industrial N.V.	5,311,067
CK Hutchison Holdings Limited	4,615,229
Raytheon Technologies Corporation	4,467,304
CNX Resources Corporation	4,357,005
Lumen Technologies Inc.	4,288,910
OCI N.V.	3,873,168
Comcast Corporation	3,854,805
Prosus N.V.	3,840,722
Fairfax Financial Holdings Limited	3,355,494
Williams Companies Inc.	3,115,490
Melco International Development Limited	2,496,631
CK Asset Holdings Limited	2,483,683
LafargeHolcim Limited (Switzerland listed)	1,721,193
LafargeHolcim Limited (France listed)	1,240,419
Millicom International Cellular S.A.	1,025,935

\*There were no other purchases during the financial year ended 31 December 2020.

# Statement of Changes in Composition of Portfolio / 17

## Global Fund

Significant portfolio changes are defined as the aggregate purchases of a security exceeding one per cent of the total value of purchases for the financial year and aggregate sales of a security exceeding one per cent of the total value of sales for the financial year. At a minimum, the 20 largest purchases and 20 largest sales must be shown.

A list of all purchases and sales of the Fund during the financial year ended 31 December 2020 can be obtained free of charge from the Swiss Representative, as noted in the Directory.

# Statement of Comprehensive Income

## Global Fund

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For the financial year ended 31 December			
	Notes	2020 US\$	2019 US\$
<b>Income</b>			
Dividend income	1(j)	2,166,103	3,472,978
Net (loss)/gain on investments at fair value through profit or loss	2	(12,166,477)	27,362,340
Net foreign exchange (loss)	2	(39,295)	(4,990)
Other income		-	16,703
<b>Total net (loss)/income</b>		<u>(10,039,669)</u>	<u>30,847,031</u>
<b>Expenses</b>			
Management fees	5	(1,036,962)	(1,770,304)
Administration fees	5	(62,422)	(106,211)
Depositary fees	5	(69,317)	(85,719)
Audit fees		(24,135)	(24,611)
Other operating expenses		<u>(154,674)</u>	<u>(182,351)</u>
<b>Total operating expenses</b>		<u>(1,347,510)</u>	<u>(2,169,196)</u>
<b>Operating (loss)/income</b>		(11,387,179)	28,677,835
<b>Finance costs (excluding increase in net assets attributable to holders of redeemable participating units)</b>			
Interest expense		-	(684)
<b>Taxation</b>			
Withholding tax	4	<u>(483,858)</u>	<u>(753,685)</u>
<b>(Loss)/Income for the financial year after interest and taxation</b>		<u>(11,871,037)</u>	<u>27,923,466</u>
<b>(Decrease)/Increase in net assets attributable to holders of redeemable participating units resulting from operations</b>		<u><u>(11,871,037)</u></u>	<u><u>27,923,466</u></u>

Gains and losses arose solely from continuing operations.

There were no gains or losses other than those dealt with in the Statement of Comprehensive Income.

The notes to the financial statements form an integral part of these financial statements.

# Statement of Financial Position


## Global Fund

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		31 December 2020	31 December 2019
	Notes	US\$	US\$
<b>Current Assets</b>			
Financial assets at fair value through profit or loss	1(f)	95,522,159	170,157,612
Cash and cash equivalents	1(h)	917	-
Dividends receivable		112,623	138,978
Interest receivable		-	268
Other receivables		-	5,868
<b>Total Current Assets</b>		<b>95,635,699</b>	<b>170,302,726</b>
<b>Current Liabilities</b>			
Bank overdraft	1(h)	-	(143,292)
Management fees payable	5	(152,279)	(147,063)
Administration fees payable	5	(18,395)	(26,839)
Depositary fees payable	5	(29,733)	(28,265)
Audit fees payable		(23,532)	(20,952)
Other liabilities		(49,811)	(28,719)
Payable for fund units redeemed		-	(27,690)
<b>Total Current Liabilities (excluding net assets attributable to redeemable participating unitholders)</b>		<b>(273,750)</b>	<b>(422,820)</b>
<b>Net assets attributable to holders of redeemable participating units</b>	1(l)	<b>95,361,949</b>	<b>169,879,906</b>

The notes to the financial statements form an integral part of these financial statements.  
Details of the NAV per unit are set out in Note 3.

On Behalf of the Manager

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Lisa Martensson

DocuSigned by:  
  
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Michael Kirby

23 April 2021

# Statement of Changes in Net Assets Attributable to Holders of Redeemable Participating Units

## Global Fund

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For the financial year ended 31 December			
		2020	2019
		US\$	US\$
Notes			
<b>Net assets attributable to holders of redeemable participating units at beginning of the financial year</b>			
		169,879,906	152,606,729
Proceeds from the issuance of redeemable participating units	3	11,371,199	31,239,114
Payments on redemptions of redeemable participating units	3	(74,018,119)	(41,889,403)
<b>Net decrease from unit transactions</b>		<u>(62,646,920)</u>	<u>(10,650,289)</u>
(Decrease)/increase in net assets attributable to holders of redeemable participating units resulting from operations		<u>(11,871,037)</u>	<u>27,923,466</u>
<b>Net assets attributable to holders of redeemable participating units at end of the financial year</b>	1(l)	<u>95,361,949</u>	<u>169,879,906</u>

The notes to the financial statements form an integral part of these financial statements.

# Statement of Cash Flows

## Global Fund

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	<b>For the financial year ended 31 December</b>	
	<b>2020</b>	<b>2019</b>
	<b>US\$</b>	<b>US\$</b>
<b>Cash flows from operating activities</b>		
(Loss)/Income for the financial year after interest and taxation	(11,871,037)	27,923,466
Adjustments to reconcile net (decrease)/increase in net assets resulting from operations to net cash provided by/(used in) operating activities:		
Net loss/(gain) on investments at fair value through profit or loss	12,185,458	(27,256,098)
Cash (outflow) due to purchases of investments during the financial year	(3,690,034,069)	(6,366,367,983)
Cash inflow due to sales of investments during the financial year	3,752,484,064	6,376,236,538
Decrease in debtors	32,491	84,977
Increase/(decrease) in creditors	21,912	(119,886)
<b>Net cash provided by operating activities</b>	<b>62,818,819</b>	<b>10,501,014</b>
<b>Cash flows from financing activities</b>		
Proceeds from the issuance of redeemable participating units	11,371,199	31,240,527
Payments on redemptions of redeemable participating units	(74,045,809)	(41,885,119)
<b>Net cash (used in) financing activities</b>	<b>(62,674,610)</b>	<b>(10,644,592)</b>
<b>Increase/(decrease) in cash and cash equivalents</b>	<b>144,209</b>	<b>(143,578)</b>
(Bank overdraft)/cash and cash equivalents at beginning of the financial year	(143,292)	286
<b>Cash and cash equivalents/(bank overdraft) at end of the financial year</b>	<b>917</b>	<b>(143,292)</b>
Interest paid	-	(684)
Dividends received	2,192,458	3,558,527
Interest received	19,249	106,160

The notes to the financial statements form an integral part of these financial statements.

# Investment Manager's Report

## Asia Pacific Fund

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### Portfolio Returns at 31/12/20 – Net of Fees

	4Q20	1 Year	3 Year	5 Year	Since Inception 2/12/2014
APAC UCITS (Class I USD)	19.43%	10.97%	1.11%	9.87%	7.33%
MSCI AC Asia Pacific Index (USD)	17.82%	19.71%	7.31%	11.28%	8.59%
Relative Returns	+1.60%	-8.73%	-6.20%	-1.41%	-1.26%

Selected Indices*	4Q20	1 Year	3 Year	5 Year
Hang Seng Index (HKD)	16.24%	-0.46%	0.11%	8.06%
TOPIX Index (JPY)	11.16%	7.40%	2.15%	5.49%
TOPIX Index (USD)	13.62%	13.26%	5.13%	8.82%
MSCI Emerging Markets (USD)	19.70%	18.31%	6.17%	12.80%

\*Source: Bloomberg; Periods longer than one year are annualized

Longleaf Partners Asia Pacific Fund (the "Fund") reported a strong fourth quarter, returning 19.43% and outpacing the MSCI AC Asia Pacific (MXAP) Index's 17.82% return in the fourth quarter. The Fund ended the year with a 10.97% gain, a satisfactory absolute return, but a disappointing relative performance outcome versus the Index's 19.71%. Two themes dominated 2020 performance: the first quarter was overwhelmingly driven by COVID-19 fear and stock price volatility, and the remainder of the year was driven by economic recovery, fueled by massive fiscal and monetary stimulus, and a significant drop in bond yields. The Fund was down around 34% at the height of the panic in March and rose almost 70% from the bottom by the end of the year.

Our 3Q letter highlighted the tightly "coiled spring" nature of the portfolio at the end of September. A partial "uncoiling" resulted in a strong recovery, as many of the same stocks that hurt the most in the first half drove outperformance in the second. Our overweight to Hong Kong (and our holdings' relative underperformance) was the largest single relative detractor to returns and accounted for all of our underperformance relative to the Index in 2020.

Currency was a tailwind for the year, as the last decade's remarkable dollar strength finally started to reverse. Still, the Index benefited more from this tailwind given its larger Japanese yen weighting, as the yen appreciated 5% against the US dollar. For all the volatility and drama of 2020, the Fund's NAV finished the year up almost 11%. We believe the steps we took to improve the portfolio over the year have left it well-positioned, and we think there are substantial "coiled springs" left to deliver strong future performance.

### Performance Review

The largest absolute and relative detractor for the year was our exposure to Hong Kong-listed businesses. As we discussed in detail in our 3Q letter, Hong Kong has stood out as a relative performance laggard this year. It has faced continued tensions between the US and China, social instability from increasing Chinese control over the territory, COVID-related lockdowns, and border closures in 2020. Technology and Biotech companies that operate mostly in mainland China – which recovered first from COVID – outperformed older economy sectors within the Hang Seng index. Utilities, Banks, and Properties underperformed, as they were most affected by the closure of borders to Mainland Chinese visitors and lockdowns. Our holdings in two CK group companies, CK Hutchison and CK Asset, and our Macau exposure through Melco International and MGM China accounted for all of the Fund's underperformance relative to the benchmark.



**2020 Performance Drivers for Hang Seng Index** (in Local Currency)

Source: Bloomberg

Even in the face of the challenging and worsening environment over the last two years, our confidence in the Hong Kong listed businesses that we own (the two largest of which, Melco International and CK Hutchison, are discussed below) has remained strong. In each case, we have management teams who think and act like owners doing all they can to get their businesses' underlying value recognized by the market. We believe insider buying and share repurchases led by proven capital allocators we respect are a good indicator of our portfolio's attractiveness. 2020 marked a year where we saw both of these utilized in a significant manner.

The Li family, the largest shareholder of CK Asset and CK Hutchison, spent close to \$550 million in the last 18 months buying shares of the two companies. In November, CK Hutchison agreed to sell its European telecom tower network for €10 billion; worth 31x EBITDA, equating to almost 43% of the market capitalization of CK Hutchison. The first tranche of the transaction closed in December, and we expect the company to use some of the €2.1 billion of proceeds for value-accretive share repurchases. Management took advantage of the harsh energy environment and merged its oil business Husky Energy with Cenovus Energy to create an integrated Canadian oil and natural gas company with substantial synergies in the fourth quarter. Furthermore, in December, CK Hutchison entered into a Memorandum of Understanding with Ooredoo to merge their Indonesian mobile telecom businesses. We believe CK Hutchison will continue to explore opportunities to consolidate the telecom industry in Europe to achieve scale synergies.

Lawrence Ho, Melco's Chairman and CEO, spent over \$60 million in 2020 buying shares personally in Melco International. The Macau operating environment was extremely challenging for Melco and its peers, with industry gross gaming revenue (GGR) declining between 90-97% year-over-year (YOY) in the second and third quarters. With travel restrictions between Macau and Mainland China beginning to ease in mid-August, we started to see a gradual recovery of Macau visitation and GGR. In the most recent quarter, the company reported lower than expected EBITDA losses, driven by further cost reductions, market share gains, and better luck. Melco cut its daily operating costs by over 40% in just a few months, further lowering its cash breakeven point. This improvement was driven by

prudent cost-cutting and a favorable mix shift towards higher-margin mass market business. We believe the availability of vaccines, further easing of travel restrictions, and improving customer confidence will help drive a sustained recovery in Macau. We expect Melco will emerge stronger post-COVID given Lawrence Ho and his team's strong execution and the company's solid position in the premium mass segment.

We believe the heavily value-oriented nature of our Hong Kong and Macau investments will benefit from the re-opening of borders, relaxation of lockdowns, and any shift away from the past decade's growth mania.

The Hang Seng Index return of -0.5% for the year contrasted starkly with a particularly strong performance in Mainland China, with the CSI 300 index up 30%. China was the largest positive contributing country in our portfolio (and the Index) for the year, contributing more than 100% of our annual return. While this may sound surprising for a value manager, the performance was driven by our investments in Chinese internet companies Baidu and Tencent (held via holding company Prosus). Baidu was first purchased in 2015 when its share price was highly discounted. Even after returning over 70% this year, the company trades at an attractive discount to our growing appraisal value and offers significant upside from here. We believe that its core search and newsfeed business is trading at an attractive 10x free cash flow.

Baidu stands out not just for its stock price performance, but also for management's value-accretive actions in the last quarter. Not only did Baidu increase its buyback program from one billion to three billion dollars in August, but it further increased it to \$4.5 billion in December. Operationally, the adjusted EBITDA margin for Baidu's core advertising business continued to expand, and its adjusted EBITDA grew 31% YOY in the third quarter. Baidu also agreed to acquire YY, JOYY's China live streaming business, at an attractive 8x earnings. YY is the pioneer in Chinese live streaming. YY has the business and technological know-how, but lacks new user growth. YY offers Baidu immediate operational experience in operating a large live video community and has many performers on the platform. YY has 10x more performers on its platform than Baidu has, but Baidu has 10x more users on its ecosystem platform. We expect synergies to be significant, and YY to increase Baidu's monetization of its massive user base. Furthermore, Baidu is progressing with monetizing and accelerating its Apollo automotive artificial intelligence program and established a joint venture with Zhejiang Geely Holding Group to produce intelligent electric vehicles.

We took advantage of 1Q volatility in Asian markets to purchase Prosus, which was formed when South African company Naspers spun out its 31% stake in Tencent in September 2019 into a Netherlands-listed holding company. We had long admired Tencent, but never could get comfortable with the shareholder-unfriendly South African structure under Naspers. The years of work by multiple research team members across Asia, Europe, and the US on Tencent, Naspers, and Prosus meant that we were well prepared when the pandemic started and the Prosus share price dramatically decoupled from the underlying Tencent value. Today, despite the share price appreciation since our initial investment, Prosus remains attractively valued. During the fourth quarter, Prosus announced a \$5 billion program to repurchase shares and acquire discounted shares of its parent, Naspers.

*"This is a further step to crystalise value for shareholders. It follows earlier actions such as the unbundling of MultiChoice Group and the listing of Prosus on Euronext Amsterdam last year. The purchase of Naspers and Prosus shares also represents a meaningful investment in the group's strong internet portfolio. It is regarded as a good use of capital, given full market valuations evident in consumer internet M&A and the group's sizeable consolidated discount to net-asset-value (NAV)." Prosus press release, October 30, 2020.*

## Market Review

2020 was an extraordinary year. The S&P 500 achieved new highs, the Nikkei 225 index also reached post-1989 bubble highs, and real yields for the 30-year US Treasury bond turned negative. The broad trends that have defined the past decade continued: Growth indices over Value, US markets outperforming Non-US markets (including Asia), continued strength in fixed income, and further rate and quantitative easing by central banks globally.

## Global Index Total Returns

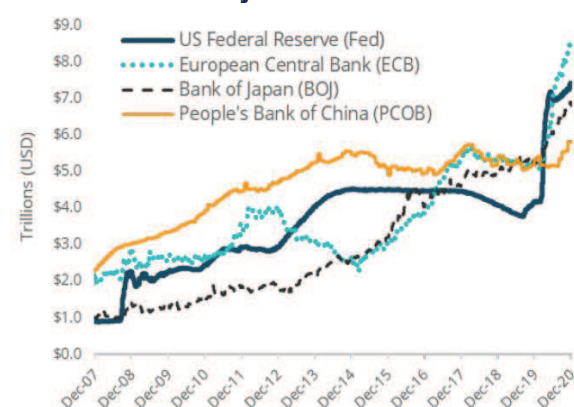
31-December-2020 (in USD)

Index	December	4Q	1 Year	2 Year	3 Year	5 Year	7 Year	10 Year
S&P 500	3.8	12.1	18.4	24.8	14.2	15.2	12.9	13.9
S&P 500 Value	3.5	14.5	1.4	15.6	6.8	10.5	8.7	10.7
S&P 500 Growth	4.1	10.7	33.5	32.3	20.5	19.0	16.4	16.5
Value Better/(Worse) than Growth	(0.6)	3.8	(32.1)	(16.7)	(13.7)	(8.5)	(7.7)	(5.8)
MSCI World	4.2	14.0	15.9	21.6	10.5	12.2	9.2	9.9
MSCI World Value	3.6	15.7	(1.2)	9.7	2.4	7.1	4.9	6.8
MSCI World Growth	4.9	12.5	33.8	33.8	18.6	17.0	13.3	12.8
Value Better/(Worse) than Growth	(1.4)	3.2	(35.0)	(24.1)	(16.2)	(9.9)	(8.5)	(6.1)
MSCI AC Asia Pacific	5.8	17.8	19.7	19.5	7.3	11.3	7.6	6.4
MSCI AC Asia Pacific Value	6.6	19.4	6.8	9.9	1.9	7.0	4.4	4.2
MSCI AC Asia Pacific Growth	5.0	16.4	33.0	29.3	12.6	15.4	10.7	8.4
Value Better/(Worse) than Growth	1.6	3.0	(26.2)	(19.4)	(10.7)	(8.4)	(6.3)	(4.2)

Source: Morningstar

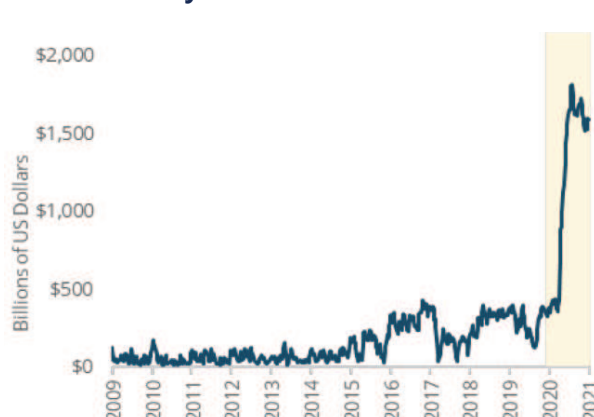
The explosion in liquidity in 2020 has helped drive global markets to their recent highs, with the expansion of central bank liquidity in 2020 just a partial measure of the total amount of liquidity currently sloshing around in the financial markets. Earnings multiples for equities climbed higher, the 30-year bond trades at a record 53x cash flow, and assets with no earnings like bitcoin appreciated over 300% last year (and is up over 40% in the first nine days of the year).

## Total Assets of Major Central Banks



Source: Bloomberg

## US Treasury General Account Liabilities



Source: US Federal Reserve: Liabilities and Capital: Liabilities: Deposits with F.R. Banks, Other Than Reserve Balances: U.S. Treasury, General Account: Week Average

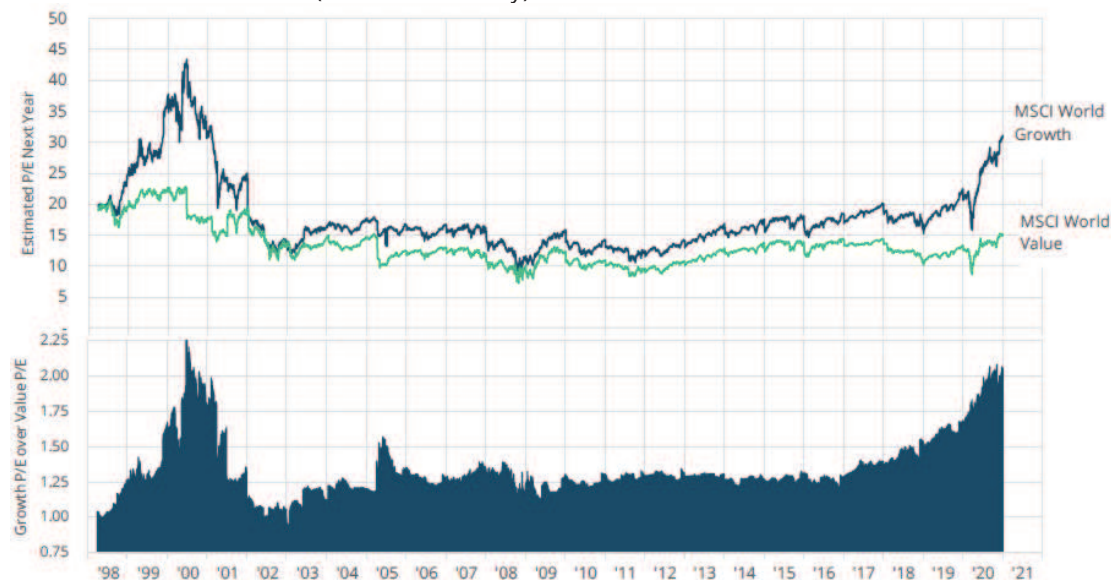
Being heavily weighted towards US equities and growth stocks has continued to pay off, as US equities handily outperformed non-US equities, and growth outperformed value by the widest margin since the tech bubble. The outperformance of growth relative to value accelerated this year, as real yields on the ten-year US Treasury turned negative and growth's outperformance has reached extreme levels not seen since the tech bubble.

A similar phenomenon occurred in the Asian capital markets. The MSCI AC Asia Pacific Growth index outperformed its value counterpart by 26% this year, again, the most since the tech bubble. The top ten contributors to the Asia Pacific index last year were all technology and internet companies. These ten companies, which accounted for 19% of the Index, contributed about half of the index returns. Excluding Samsung Electronics, this group trades at over 30x earnings, and excluding Alibaba, which is currently affected by anti-trust and geopolitical events, the group trades at 33x earnings. The top ten constituents of the Asia index constitute 20% of the Index, and by weighting, 89% of them are technology and new economy companies.

The premium of forward earnings multiples for growth stocks (31x) vs. value stocks (15x) in the MSCI World is now over 100% – at about the same levels reached during the tech bubble highs. Growth stocks trade at 4.5x sales, over three times that of value stocks, at a higher premium than during the tech bubble in 2000.

### MSCI World Growth vs. Value Premium at Tech Bubble Highs

3/31/1998 to 12/31/2020 (in Local Currency)



Source: Bloomberg

The hard truth of the math dictates that high multiples translate into low future returns for overpriced assets. Consider a long-duration asset with no cash flow for 19 years and a \$20 payout in year 20. Reducing the discount rate from 10% to 5% increases the present value by 154%. This math may have been a significant factor for 2020 market performance, as the time value of money matters less in a low discount rate world. This is a one-time gain setting up for a low return future, or a reckoning. The present value of a \$20 payout 20 years in the future suffers a 61% drop when the discount rates move from 5% to 10%.

While there are some Asian examples of the extreme overvaluation that results from this bending of the math, the effect is more muted outside of the S&P 500. Long-duration assets, whether long-dated bonds or fast compounding tech companies that typically have 100% of their value in the terminal value (FCF in the explicit forecast period is negative or negligible) — have been the biggest beneficiaries in the past decade. We have written at length in the last few years about growth outperforming value, the US outperforming all other markets, and ever-stronger US dollar (USD) themes that have dominated the market narrative for the last decade. The extraordinary bull market in US equities has now compounded over the last 12+ years to a 434% total return (with dividends reinvested into the S&P 500 Index), while the MSCI AC Asia Pacific Index has generated 199% over that same period. These backward-looking returns make it easy for investors to forget that the prior decade ending in 2008 saw Asian markets handily outpace US markets by almost 50%. US outperformance reversed this year, with the MXAP returning 19.7% vs. the S&P 500's 18.4%. Asian outperformance accelerated in the fourth quarter, with the MXAP gaining a 5.7% return advantage over the US markets.

Although the US large-cap growth trend continued for the first nine months in 2020, we believe this dynamic is finally near a breaking point and that Asian equities, in particular, are primed to outperform. The strong US dollar trend has started to reverse, with the JP Morgan Asia Dollar Index (ADXY) up almost 4% for the year. However, the US dollar is still rich, with plenty of room to act as a tailwind. Asian markets continue to be relatively cheap, faced with continued geopolitical (and virus) uncertainty within emerging markets broadly.



**MSCI World Value/Growth vs. Yield Curve**

1/31/1999 to 12/31/2020 (daily in USD)



Source: Bloomberg

The extreme disparities between growth vs. value returns and US vs. Asia capital market returns, gives us confidence that we are closer to a reversal of this extended trend. We saw a glimpse of this in the fourth quarter, as interest rates began to rise, and the yield curve steepened. In Q4, value outperformed growth in the global equity markets, and Asia beat the US by 570 basis points. Furthermore, Asia value outperformed Asia growth by 300 basis points and outperformed the US markets by 728 basis points. Using the 10-2 US Treasury Yield Spread as a proxy for yield curve steepness, the chart below shows that historically a steepening yield curve has been positive for value relative to growth, perhaps reflecting the time value of money dynamic referenced above.

**Performance Review**

4Q20		
	Contribution to Portfolio Return (%)	Total Return (%)
<b>Top Five</b>		
Baidu	+3.91	+71
Jollibee	+2.61	+36
HDFC	+2.28	+48
L'Occitane	+1.78	+45
MGM China	+1.40	+39
<b>Bottom Five</b>		
China Lesso	-0.59	-12
Dali Foods	-0.09	-6
New World Development	+0.03	+0
WH Group	+0.08	+4
PNB Housing	+0.11	+9

2020		
	Contribution to Portfolio Return (%)	Total Return (%)
<b>Top Five</b>		
Baidu	+4.01	+72
Prosus	+3.85	+58
Jollibee	+2.99	+44
SoftBank Group*	+2.93	+46
Man Wah*	+2.68	+80
<b>Bottom Five</b>		
Melco	-2.99	-30
Ebara**	-2.92	-41
CK Asset	-1.64	-24
CK Hutchison	-1.18	-22
First Pacific**	-0.81	-46

\*sold in 3Q20, \*\*sold in 1Q20.

**Top Performers:****Baidu (+3.91%, +71%)**

Baidu, the dominant online search business in China, was the top contributor in the fourth quarter and over the course of 2020. Baidu's search advertising business was negatively affected by the pandemic this year. While the

lockdown increased users' time spent online and brought more traffic to the platform, it also hurt advertisers' budgets, as companies cut costs in a difficult environment. As China began to see success in controlling the pandemic, there was a robust sequential recovery in Baidu's business. Baidu delivered margin expansion, benefiting from both positive mix change and more disciplined ROI-driven spending. The non-advertising business also made progress in the year. In September, Baidu raised equity financing for its DuerOS smart speaker business at a valuation of RMB 20 billion. In November, Baidu opened Apollo Go robotaxi services in Beijing, the third city in China where passengers can call a robotaxi from Baidu Maps. Baidu announced its intention to acquire JOYY's live streaming business in China. JOYY, the pioneer and leading live streaming platform in China, would strengthen Baidu's live streaming operation and expand the non-advertising offerings in its ecosystem.

#### **Jollibee (+2.61%, +36%)**

Jollibee, the largest restaurant chain in the Philippines, was a top contributor for the final quarter and 2020. Jollibee showed a varying pace of recovery during the final quarter. Its domestic business remained challenged, while its international business, a growth driver for Jollibee, showed meaningful improvements. In the third quarter, its domestic system-wide sales declined by 48% YOY primarily caused by social distancing measures in the restaurants and reduced public transportation, effectively decreasing the dine-in capacity by 50-70%. Unlike in other developed countries, the Philippine delivery business's growth was not enough to offset dine-in sales decline. Most of Jollibee's consumers in the Philippines are low-to-middle-income customers who still find delivery charges too high. For the international business, system-wide sales excluding Coffee Bean & Tea Leaf (CBTL) declined by 10% YOY, showing sequential improvement. Despite the challenging operating environment, Jollibee's pre-IFRS EBITDA, excluding business transformation costs, turned positive. In September, most of its businesses were registering positive operating income except Smashburger, CBTL US, and Pho24, thanks to its ability to reduce costs by rationalizing underperforming stores, the supply chain, and rightsizing the labor force. With the normalization of the operating environment and turnaround of Smashburger and CBTL, 2021 should be a better year. Despite the recent sharp rise in the share price, we are encouraged by Jollibee's founder Tony Tan buying shares, which we believe reflects the attractiveness of the share price and his positive view on the company's outlook.

#### **Housing Development Finance Corporation (+2.28%, +48%)**

Housing Development Finance Corporation (HDFC), the largest non-banking financial company (NBFC) in India, was a contributor for the quarter. HDFC generated strong core pre-provisioning operating profit, which grew 26% YOY in the quarter ended in September, beating the consensus. Individual loan application receipts grew 12%, and loan approvals grew 9% YOY. On top of the structural housing loan demand growth given the demographics (the average home buyer is 39-years old in India and 2/3rd of the Indian population is below 35-years old), the strong growth in disbursements was also driven by low interest rates, a reduction in stamp duties in some states from 5% to 2%, and discounts offered by developers to clear housing inventory.

HDFC's loan collection of individual mortgages was at a healthy rate of 96% after the moratorium was lifted. Credit costs have declined meaningfully as the company front-loaded provisions in the last two quarters (INR4.36bn provisions in the second quarter compared to INR11.99bn provisions in the first quarter). The third quarter's loan disbursement growth was strong at 26% YOY growth, compared to a 5% YOY decline in the second quarter. Despite some concerns over the sustainability of strong individual loan disbursements, we believe it can continue to compound at a mid-to-high teens rate in the foreseeable future given—improved affordability, a low mortgage to GDP penetration, favorable demographics, urbanization trends, government incentives to increase housing ownership, and attractive interest rates. With its solid track record of prudent underwriting and risk management, we believe HDFC is positioned to gain market share as weaker NBFCs fizzle out in the post-COVID world.

#### **L'Occitane (+1.78%, +45%)**

L'Occitane, the natural and organic-based cosmetics company, was a contributor for the quarter. Its sales decline narrowed significantly to -4.5% YOY in the September quarter compared to -22.2% YOY in the June quarter, beating market expectations. It reported strong sequential improvement, with Asia leading the recovery. During the September quarter, China/Taiwan/Korea sales were up 35%/19%/50% YOY, respectively. Despite the market's concerns on operating deleverage given L'Occitane's business model of operating retail stores, its operating margin

was resilient and only declined 40bps YOY for the six months ending September. The operating deleverage impact was offset mainly by increasing higher-margin online sales and cost reduction measures. Despite disruption in the cruise ship and spa businesses, Elemis sales also showed sequential improvement to -15.7% YOY compared to -28.8% YOY in the previous quarter due to a strong product launch in China and Russia. Management expects Elemis' 30.5% operating profit margin to be sustainable. We are encouraged that the company's sales progress in the second half (FY March year-end) is improving. Sales turned to positive mid-single digits growth in both October and November, driven by strong sales recovery in Asia, posting double-digit sales growth despite weakness in Hong Kong.

#### **MGM China (+1.40%, +39%)**

MGM China, one of the six Macau gaming concessionaires, was a contributor for the quarter. It posted an EBITDA loss of US\$94mn during the quarter. Its GGR declined by 94% YOY, which was in-line with the industry's 93% YOY fall. MGM China had a solid start in 2020, generating \$2.5mn EBITDA per day in the first three weeks of January before the COVID-related disruption. The operating environment has since been extremely challenging for MGM China and its peers throughout the year, with industry GGR declining 90-97% YOY during the peak of disruption. With the travel restrictions between Macau and Mainland China beginning to ease since mid-August, we are seeing some recovery of Macau visitation and GGR. It is encouraging to see both of its properties achieving EBITDA breakeven and its premium mass business showing a positive trend in October and November. We believe the company manages its liquidity position well and that it has enough liquidity to operate, even if they had to withstand nearly two years of zero revenue. We believe the worst is behind us with vaccine availability, the further easing of travel restrictions and improving customer confidence in traveling. We are not expecting a V-shape recovery any time soon. Still, the Macau gaming business's long-term fundamental attractiveness is intact, and MGM China is well-positioned to benefit from recovery with its newly opened Cotai resort with normalization.

#### **Bottom Performers:**

##### **China Lesso (-0.59%, -12%)**

China Lesso, the largest plastic pipe manufacturer in China, was a detractor in the final quarter. The pandemic and lockdown in China halted many projects in the first quarter and caused its sales to decline double digits. However, the recovery since the second quarter was robust, and the company reported first-half revenue up 3% YOY. Management shared that the growth momentum continued in the second half, and the company expects double digits revenue growth for the full year, which is above our expectations. Recently, the government tightened policy towards Chinese real estate developers, coupled with worries about a potential cash crunch for Evergrande Group, a developer with high leverage, led to share price weakness for the whole sector in the last quarter. China Lesso has a diversified customer base with low concentration risk. Evergrande only represents 1-2% of China Lesso's revenue and its top five customers combined represent less than 5% of revenue. Furthermore, its infrastructure-related revenue is already almost half of its direct sales, reducing exposure to the real estate sector, and will present a more significant incremental revenue driver in the future.

##### **Dali Foods (-0.09%, -6%)**

Dali Foods, one of the largest domestic manufacturers of snack foods and non-alcoholic beverages in China, was a detractor in the final quarter. Dali Foods' business was disrupted by the pandemic this year. In the first half, both sales and profits were down by high single digits YOY, yet in the second half, the business recovered transitioning into growth territory. With net cash of over US\$1.7 billion or over 20% of its market capitation, Dali Foods has a rock-solid balance sheet that can help the company manage through any macro and pandemic induced volatility. The company is looking to acquire consumer franchises that could generate significant synergies at a reasonable price. When executed, this would provide another earnings driver for the company. Dali Foods has a strong track record of product innovation that meet consumer demand. The soy milk business, which started in the second half of 2017, is expected to deliver close to two billion RMB in sales in 2020. The short shelf-life bread business, which began operations in the fourth quarter of 2018, is expected to deliver one billion RMB sales in 2020. Comparable businesses listed in the A-share market are valued at much higher multiples. We believe Dali Foods, currently trading at about 10x cash flow (excluding cash), will provide a strong return to long-term shareholders.

## Portfolio Activity

2020 was a busy year for the team, adding nine new investments and exiting nine investments over the course of the year. This is in large part tied to taking advantage of the pandemic induced volatility to buy businesses at very attractive prices and funding those purchases from sales of higher priced strong performing companies.

Over the course of the year, we bought Prosus, Gree Electric, China Lesso, Tongcheng-Elong, Jollibee, Dairy Farm, HDFC, and PNB Housing Finance, as well as one "recycle" (a company we have successfully invested in previously), Dali Foods.

In the fourth quarter, we made one new investment – Dairy Farm – described below, and exited Midea Group as the price approached our value.

### Dairy Farm

Dairy Farm is a Hong Kong-based retail conglomerate listed in Singapore, operating in grocery retail, convenience store, health & beauty, and home furnishing formats in multiple Asian countries. It has exposure to China and Philippine retail via its 20% stake in one of China's largest supermarket operators, Yonghui Superstores, and a 20% stake in Robinsons Retail, one of the largest diversified retail operators in the Philippines. Dairy Farm also has a 50% stake in Maxim's, a Hong Kong-based pan-Asian operator of restaurants, cafes, bakeries, and catering operations. Together with its associates and joint ventures, Dairy Farm operates over 10,500 stores in 12 Asian markets.

Dairy Farm's Hong Kong business generates significant profits from Chinese visitors, and it was negatively impacted by social unrest, beginning there in 2019. In 2020, the business was further challenged by COVID, as other major markets such as Singapore, Indonesia, Malaysia, and the Philippines, were in lockdown.

In the past, Dairy Farm's share price and financial performance have been weak due to years of mismanagement, under-investment in IT, misallocation of capital, and most recently due to COVID.

Dairy Farm has multiple valuable brands, including Wellcome, Giant, Mannings, and 7-Eleven, among others, which have historically been run as a series of small businesses without shared learning, functional specialization, or the consistency of scale and expertise. The structure carries with it a lot of inefficiencies and duplicative SG&A costs.

However, we think Dairy Farm's business is improving under the leadership of CEO Ian McLeod. He has a solid track record of turnarounds, including his experience of turning around Australian supermarket retailer, Coles. Dairy Farm announced a three-phase multi-year plan in 2018 and began to implement changes. McLeod's early efforts were focused on building out a new leadership and middle management team. With a stronger team in place, significant progress has been made in multiple areas.

- **Group structure:** Company management reorganized the businesses into a more streamlined and centralized structure with regional hubs based in Hong Kong for North Asia and Singapore for Southeast Asia to collectively benefit from scale leverage, functional specialization, and strong regional leadership.
- **Store formats:** The company stopped building hypermarkets, recognizing that this format would not deliver appropriate returns. Dairy Farm introduced pilot stores, redefining space allocation and trialing format innovations that place greater emphasis on fresh food and demographic range optimization.
- **IT system:** The company is rolling out an SAP system and improving IT infrastructure.
- **Supply chain efficiency:** It is overhauling supply chain and product sourcing, significantly improving stock turns, and reducing food waste. The management team is also working on centralized procurement and leveraging scale. The company introduced centralized procurement, which is now utilized for ~60% of the volume that goes through collective negotiation.
- **Private brands:** Dairy Farm launched a unified private brand called Meadows. Previously, the company had over 20 different private brands, causing confusing for customers. Meadows products are in general priced



~20% lower than substitutes, have been well accepted by customers, are margin accretive, and the penetration is still only single digit.

- **Loyalty program:** The company introduced a customer loyalty program called YUU in July. YUU is Hong Kong's biggest rewards club with around 2.8 million users. It allows users to collect points while spending across greater than 2,000 stores and ten brands in Hong Kong, including 7-Eleven, IKEA, Wellcome, Mannings, KFC, and others. YUU will strengthen customers' stickiness, drive cross-spending across banners, and build a stronger long-term relationship with customers.

Because of COVID, management's efforts are not visible in the results, but the impact of turnaround will be visible once things begin to normalize. We understand the market's concerns on Dairy Farm given the historical mismanagement and disruption from social and COVID-related unrest in Hong Kong. However, we think most of the concerns are reflected in the share price, and the risk/reward profile is attractive. Valuing the company's stakes in publicly listed Yonghui and Robinsons Retail at market prices, we effectively paid a low single-digit multiple of depressed EBITDA for its underlying business.

### Outlook

The price-to-value (P/V) ratio of the portfolio remains attractive at 70%. The current cash level is less than 5%, as we are in the middle of recycling cash from more fully valued investments into new opportunities. We are deploying the cash at a measured pace into one new opportunity and evaluating numerous potential investments with a healthy on-deck list.

While the COVID-influenced whipsaws of 2020 continued to favor the momentum drivers of the last decade, we would not be surprised if this were the last gasp of the cycle. We believe undervalued Asian companies and currencies are set to outperform the US markets like they did in 2020 and begin to narrow the historic dispersion between value and growth. The Fund beat the MSCI AC Asia Pacific Value index by 280 basis points per year over the last five years and by 420 basis points last year.

Prospects for an economic recovery this year have improved with the approval of several COVID vaccines. While US-China relations are at decade lows, we expect the Biden administration to be more constructive in its dealings with China and cooperate more with US allies rather than stick to an "America First" policy. While the world is facing another spike in COVID infections, Asia stands out with its ability to control the pandemic most effectively. It will continue to drive global economic growth.

We wish you all the best for a safe and healthy New Year and thank you for your continued faith, trust, and partnership during this highly volatile environment.

**Southeastern Asset Management, Inc.**  
**January 2021**

# Schedule of Investments as at 31 December 2020

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## Asia Pacific Fund

Security (Domicile)	Nominal Holdings	Fair Value US\$	% of Net Assets
<b>Transferable Securities (December 2019: 97.99%)</b>			
<b>Common Stock (December 2019: 97.99%)</b>			
<b>Auto Components (December 2019: 4.48%)</b>			
Hyundai Mobis Company Limited (South Korea)	10,685	2,513,134	2.97
<b>Auto Manufacturers (December 2019: 4.45%)</b>			
<b>Construction Materials (December 2019: Nil)</b>			
China Lesso Group Holdings Limited (China)	1,993,000	3,120,951	3.69
<b>Cosmetics &amp; Personal Care (December 2019: 4.83%)</b>			
L'Occitane International S.A. (Luxembourg)	1,631,750	4,066,509	4.81
<b>Diversified Financial Services (December 2019: 4.21%)</b>			
CK Hutchison Holdings Limited (Hong Kong)	760,500	5,307,103	6.27
CK Hutchison Holdings Limited ADR (Hong Kong)	161,936	1,127,091	1.33
Housing Development Finance Corporation Limited (India)	123,749	4,333,396	5.12
PNB Housing Finance Limited (India)	17,538	87,465	0.10
		10,855,055	12.82
<b>Food Products (December 2019: 4.86%)</b>			
Dairy Farm International Holdings Limited (Hong Kong)	894,300	3,729,231	4.41
Dali Foods Group Company Limited (China)	2,272,000	1,298,294	1.53
WH Group Limited (Hong Kong)	3,751,000	3,145,006	3.72
		8,172,531	9.66
<b>Home Furnishings (December 2019: 3.71%)</b>			
Gree Electric Appliances Inc. of Zhuhai (China)	427,300	4,047,060	4.78
<b>Hotels, Restaurants &amp; Leisure (December 2019: 14.11%)</b>			
Melco International Development Limited (Hong Kong)	2,780,000	5,407,632	6.39
MGM China Holdings Limited (China)	2,239,200	3,847,318	4.55
		9,254,950	10.94
<b>Household Durables (December 2019: 4.04%)</b>			
<b>Internet Software &amp; Services (December 2019: 10.76%)</b>			
Baidu Inc. ADR (China)	33,088	7,154,948	8.47
Prosus N.V. (Netherlands)	34,989	3,776,888	4.46
Tongcheng-Elong Holdings Limited (China)	1,963,200	3,798,541	4.49
Trip.Com Group Limited ADR (China)	83,311	2,810,080	3.32
		17,540,457	20.74
<b>Machinery (December 2019: 18.29%)</b>			
Hitachi Limited (Japan)	86,400	3,401,443	4.02
Minebea Mitsumi Inc. (Japan)	65,600	1,301,136	1.54
		4,702,579	5.56

<b>Security (Domicile)</b>	<b>Nominal Holdings</b>	<b>Fair Value US\$</b>	<b>% of Net Assets</b>
<b>Transferable Securities (December 2019: 97.99%) (continued)</b>			
<b>Common Stock (December 2019: 97.99%) (continued)</b>			
<b>Real Estate Management &amp; Development (December 2019: 10.51%)</b>			
CK Asset Holdings Limited (Hong Kong)	592,500	3,041,813	3.60
New World Development Limited (Hong Kong)	556,333	2,590,616	3.06
		<u>5,632,429</u>	<u>6.66</u>
<b>Retail (December 2019: 6.86%)</b>			
Cie Financiere Richemont S.A. (Switzerland)	40,611	3,673,477	4.34
Jollibee Foods Corporation (Philippines)	1,478,950	6,011,454	7.10
		<u>9,684,931</u>	<u>11.44</u>
<b>Telecommunication (December 2019: 6.88%)</b>			
<b>Total Common Stock</b>		<b>79,590,586</b>	<b>94.07</b>
<b>Total Transferable Securities (Cost \$72,184,319)</b>		<b>79,590,586</b>	<b>94.07</b>
<b>Short Term Obligations (December 2019: 2.15%)</b>			
State Street Repurchase Agreement State Street Bank 0.00% due 04/01/2021 (Collateral US\$5,377,477 U.S Treasury Note 0.375% due 31/12/2025) (United States)	5,272,000	5,272,000	6.23
<b>Total Short Term Obligations</b>		<b>5,272,000</b>	<b>6.23</b>
<b>Portfolio Of Investments (December 2019: 100.14%)</b>			
Cash and cash equivalents (December 2019: (0.09)%)		84,862,586	100.30
		128	0.00
Other Creditors (December 2019: (0.05)%)		(253,252)	(0.30)
<b>Net Asset Value</b>		<b>84,609,462</b>	<b>100.00</b>

<b>Analysis of total assets</b>	<b>% of Total Current Assets</b>
Transferable securities admitted to an official stock exchange listing or traded on a regulated market	93.75
Short term obligations	6.21
Other current assets	0.04
<b>Total Assets</b>	<b>100.00</b>

# Statement of Changes in Composition of Portfolio

## Asia Pacific Fund

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	<b>Acquisition Cost*</b> <b>US\$</b>
Prosus N.V.	5,290,376
Tongcheng-Elong Holdings Limited	5,030,492
Jollibee Foods Corporation	4,224,945
Dairy Farm International Holdings Limited	3,537,895
Gree Electric Appliances Inc. of Zhuhai	3,460,740
Housing Development Finance Corporation Limited	3,255,843
China Lesso Group Holdings Limited	3,018,469
CK Hutchison Holdings Limited	2,807,115
WH Group Limited	1,829,859
Trip.Com Group Limited ADR	1,690,105
Dali Foods Group Company Limited	1,375,628
Melco International Development Limited	1,343,693
CK Hutchison Holdings Limited ADR	1,105,779
Cie Financiere Richemont S.A.	1,024,021
Softbank Group Corporation	652,614
CK Asset Holdings Limited	622,118
PNB Housing Finance Limited	547,109
L'Occitane International S.A.	336,771

	<b>Disposal Proceeds</b> <b>US\$</b>
Softbank Group Corporation	6,877,701
Minebea Mitsumi Inc.	5,762,234
Man Wah Holdings Limited	5,641,629
Midea Group Company Limited	4,615,508
Seria Company Limited	4,581,618
Toyota Motor Corporation	4,358,075
Prosus N.V.	3,316,987
Trip.Com Group Limited ADR	2,839,370
Ebara Corporation	2,742,840
CK Asset Holdings Limited	2,718,597
Tongcheng-Elong Holdings Limited	2,440,793
Indus Towers Limited	2,257,626
Baidu Inc. ADR	2,194,944
MGM China Holdings Limited	2,049,670
Melco International Development Limited	1,982,741
Hyundai Mobis Company Limited	1,951,000
First Pacific Company	1,688,257
New World Development	1,441,641
Escorts Limited	1,440,620
WH Group Limited	1,348,796
L'Occitane International S.A.	1,172,491
Hitachi Limited	1,171,929
CK Hutchison Holdings Limited	1,109,510
Cie Financiere Richemont S.A.	919,755

\*There were no other purchases during the financial year ended 31 December 2020.

# Statement of Changes in Composition of Portfolio

## Asia Pacific Fund

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Significant portfolio changes are defined as the aggregate purchases of a security exceeding one per cent of the total value of purchases for the financial year and aggregate sales of a security exceeding one per cent of the total value of sales for the financial year. At a minimum, the 20 largest purchases and 20 largest sales must be shown.

A list of all purchases and sales of the Fund during the financial year ended 31 December 2020 can be obtained free of charge from the Swiss Representative, as noted in the Directory.

# Statement of Comprehensive Income

## Asia Pacific Fund

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For the financial year ended 31 December			
		2020	2019
	Notes	US\$	US\$
<b>Income</b>			
Dividend income	1(j)	1,333,778	2,152,025
Net gain on investments at fair value through profit or loss	2	660,862	15,903,271
Net foreign exchange loss	2	(47,782)	(32,726)
<b>Total net income</b>		<b>1,946,858</b>	<b>18,022,570</b>
<b>Expenses</b>			
Management fees	5	(909,089)	(1,185,351)
Administration fees	5	(47,349)	(61,889)
Depositary fees	5	(73,383)	(102,995)
Audit fees		(24,821)	(23,852)
Other operating expenses		(130,819)	(165,573)
<b>Total operating expenses</b>		<b>(1,185,461)</b>	<b>(1,539,660)</b>
<b>Operating income</b>		<b>761,397</b>	<b>16,482,910</b>
<b>Finance costs (excluding increase in net assets attributable to holders of redeemable participating units)</b>			
Interest expense		(175)	(107)
<b>Taxation</b>			
Withholding tax	4	(106,135)	(141,914)
Capital gains tax	4	(91,425)	-
<b>Income for the financial year after interest and taxation</b>		<b>563,662</b>	<b>16,340,889</b>
<b>Increase in net assets attributable to holders of redeemable participating units resulting from operations</b>	1(l)	<b>563,662</b>	<b>16,340,889</b>

Gains and losses arose solely from continuing operations.

There were no gains or losses other than those dealt with in the Statement of Comprehensive Income.

The notes to the financial statements form an integral part of these financial statements.

# Statement of Financial Position


## Asia Pacific Fund

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		31 December 2020	31 December 2019
	Notes	US\$	US\$
<b>Current Assets</b>			
Financial assets at fair value through profit or loss	1(f)	84,862,586	108,166,636
Cash and cash equivalents	1(h)	128	-
Dividends receivable		31,197	121,247
Interest receivable		-	35
Other receivables		-	6,617
<b>Total Current Assets</b>		<u>84,893,911</u>	<u>108,294,535</u>
<b>Current Liabilities</b>			
Bank overdraft	1(h)	-	(97,688)
Management fees payable	5	(152,055)	(101,905)
Administration fees payable	5	(14,884)	(13,101)
Depositary fees payable	5	(16,951)	(13,810)
Audit fees payable		(23,280)	(18,883)
Other liabilities		(77,279)	(29,334)
<b>Total Current Liabilities (excluding net assets attributable to redeemable participating unitholders)</b>		<u>(284,449)</u>	<u>(274,721)</u>
<b>Net assets attributable to holders of redeemable participating units</b>	1(l)	<u><u>84,609,462</u></u>	<u><u>108,019,814</u></u>

The notes to the financial statements form an integral part of these financial statements.  
Details of the NAV per unit are set out in Note 3.

On Behalf of the Manager

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Michael Kirby

23 April 2021

# Statement of Changes in Net Assets Attributable to / 38

## Holder of Redeemable Participating Units

### Asia Pacific Fund

		For the financial year ended 31 December	
		2020	2019
	Notes	US\$	US\$
<b>Net assets attributable to holders of redeemable participating units at beginning of the financial year</b>		108,019,814	90,329,503
Proceeds from the issuance of redeemable participating units	3	10,462,618	15,645,511
Payments on redemptions of redeemable participating units	3	(34,436,632)	(14,296,089)
<b>Net (decrease)/increase from unit transactions</b>		(23,974,014)	1,349,422
Increase in net assets attributable to holders of redeemable participating units resulting from operations		563,662	16,340,889
<b>Net assets attributable to holders of redeemable participating units at end of the financial year</b>	1(l)	84,609,462	108,019,814

The notes to the financial statements form an integral part of these financial statements.



# Statement of Cash Flows

## Asia Pacific Fund

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	<b>For the financial year ended 31 December</b>	
	<b>2020</b>	<b>2019</b>
	<b>US\$</b>	<b>US\$</b>
<b>Cash flows from operating activities</b>		
<b>Income for the financial year after interest and taxation</b>	563,662	16,340,889
Adjustments to reconcile net (decrease)/increase in net assets resulting from operations to net cash provided by/(used in) operating activities:		
Net (gain) on investments at fair value through profit or loss	(657,267)	(15,875,559)
Cash (outflow) due to purchases of investments during the financial year	(1,244,707,451)	(1,558,479,976)
Cash inflow due to sales of investments during the financial year	1,268,668,767	1,556,630,870
Decrease/(increase) in debtors	96,702	(19,105)
Increase/(decrease) in creditors	107,417	(44,804)
<b>Net cash provided by/(used in) operating activities</b>	24,071,830	(1,447,685)
<b>Cash flows from financing activities</b>		
Proceeds from the issuance of redeemable participating units	10,462,618	15,645,511
Payments on redemptions of redeemable participating units	(34,436,632)	(14,296,089)
<b>Net cash (used in)/provided by financing activities</b>	(23,974,014)	1,349,422
<b>Increase/(decrease) in cash and cash equivalents</b>	97,816	(98,263)
(Bank overdraft)/cash and cash equivalents at beginning of the financial year	(97,688)	575
<b>Cash and cash equivalents/(bank overdraft) at end of the financial year</b>	128	(97,688)
Interest paid	(175)	(107)
Dividends received	1,423,828	2,117,075
Interest received	3,630	27,748

The notes to the financial statements form an integral part of these financial statements.

# Notes to the Financial Statements

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## 1. Significant Accounting Policies

### Organisation

Longleaf Partners Unit Trust (the "Trust") is organised as an open-ended umbrella unit trust under a Deed of Trust dated 24 October 2011, as amended and restated on 24 November 2014, established pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended and Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings For Collective Investment In Transferable Securities) Regulations 2019, as amended (collectively the "UCITS Regulations"). The primary investment objective of the Trust is to deliver long term capital growth over time through the identification of and investment in undervalued companies located around the world.

The Trust has obtained the approval of the Central Bank of Ireland (the "Central Bank") for the establishment of two funds, namely, the Longleaf Partners Global UCITS Fund ("Global Fund"), and Longleaf Partners Asia Pacific UCITS Fund ("Asia Pacific Fund") (each a "Fund", together the "Funds").

### a) Basis of Preparation

The financial statements for the Funds have been prepared on a historical cost basis in accordance with IFRS, as adopted by the European Union, except for financial instruments classified at fair value through profit or loss that have been measured at fair value.

The financial statements are presented in U.S. Dollars, which is also the functional currency of the Trust. All subscriptions received are denominated in the currency of the respective share class and converted to U.S. Dollars and any potential redemptions or distribution payments in the future would need to be paid out in the respective currency of each share class. Subscriptions and redemptions are converted into the Trust's functional currency for financial reporting purposes at the prevailing currency/US Dollar rate on the date the subscription or redemption is received or paid.

The Directors of the Manager have made an assessment of the Funds' ability to continue as a going concern and are satisfied that the Funds have resources to continue in business for the foreseeable future. Furthermore, the Directors of the Manager are not aware of any material uncertainties that may cast significant doubt upon the Funds' ability to continue as a going concern. Therefore, the financial statements for the Funds are prepared on the going concern basis.

The principal accounting policies are set out below. These policies have been consistently applied to all Funds for all periods presented, unless otherwise stated.

### b) Statement of Compliance

These financial statements are prepared in accordance with IFRS as adopted by the European Union, UCITS Regulations, and the Trust Deed.

### New standards, amendments and interpretations issued and effective for the financial year beginning 1 January 2020

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning 1 January 2020, and have been applied in preparing these financial statements. None of these have a significant effect on the financial statements of the Trust, as set out below:

Amendments to IFRS 3: Definition of a Business, was issued in October 2018 and is effective for accounting periods beginning on or after 1 January 2020. The amendment to the definition of a business in IFRS 3 Business Combinations is to help entities determine whether an acquired set of activities and assets is a business or not. They clarify the minimum requirements for a business, remove the assessment of whether market participants are capable of replacing any missing elements, add guidance to help entities assess whether an acquired process is substantive, narrow the definitions of a business and of outputs, and introduce an optional fair value concentration test.

The amendments must be applied to transactions that are either business combinations or asset acquisitions for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 January 2020. Earlier application is permitted and must be disclosed. Since the amendment applies prospectively to transactions or other events that occur on or after the date of first application, the Trust is not affected by these amendments on transition.

Amendments to IFRS 9, IAS 39 and IFRS 7: Interest Rate Benchmark Reform, in September 2019, the IASB issued amendments to IFRS 9, IAS 39 Financial Instruments: Recognition and Measurement and IFRS 7 Financial Instruments: Disclosures, which concludes phase one of its work to respond to the effects of Interbank Offered Rates ("IBOR") reform on financial reporting and is effective for accounting periods beginning on or after 1 January 2020. The amendments provide temporary reliefs which enable hedge accounting to continue during the period of uncertainty before the replacement of an existing interest rate benchmark with an alternative nearly risk-free interest rate. The amendments must be applied retrospectively. However, any hedge relationships that have previously been de-designated cannot be reinstated upon application, nor can any hedge relationships be designated with the benefit of hindsight. Early application is permitted and must be disclosed.

Amendments to IAS 1 and IAS 8: Definition of Material, in October 2018, the IASB issued amendments to IAS 1 Presentation of Financial Statements and IAS 8 to align the definition of 'material' across the standards and to clarify certain aspects of the definition and is effective for accounting periods beginning on or after 1 January 2020. The new definition states that, 'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.' The amendments clarify that materiality will depend on the nature or magnitude of information, or both. An entity will need to assess whether the information, either individually or in combination with other information, is material in the context of the financial statements. The amendments must be applied prospectively. Early application is permitted and must be disclosed. The amendments to the definition of material is not expected to have a significant impact on an Trust's financial statements, the introduction of the term 'obscuring information' in the definition could potentially impact how materiality judgements are made in practice, by elevating the importance of how information is communicated and organised in the financial statements.

The IASB issued the Conceptual Framework in March 2018 and is effective for annual periods beginning on or after 1 January 2020. The revised Conceptual Framework for Financial Reporting (the "Conceptual Framework") is not a standard, and none of the concepts override those in any standard or any requirements in a standard. It sets out a comprehensive set of concepts for financial reporting, standard setting, guidance for preparers in developing consistent accounting policies and assistance to others in their efforts to understand and interpret the standards. The changes to the Conceptual Framework may affect the application of IFRS in situations where no standard applies to a particular transaction or event. The Conceptual Framework has not had a significant impact on the Trust's financial position, performance or disclosures in its financial statements.

#### **New standards, amendments and interpretations issued but not effective for the financial year beginning 1 January 2020 and not early adopted**

IFRS 17: Insurance Contracts, was issued in May 2017 and will become effective for accounting periods beginning on or after 1 January 2023. It applies to: insurance contracts, including reinsurance contracts, issued by an entity; reinsurance contracts held by an entity; and investment contracts with discretionary participation features issued by an entity that issues insurance contracts. An insurance contract is defined as 'a contract under which one party (the issuer) accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder if a specified uncertain future event (the insured event) adversely affects the policyholder'. The new standard is not expected to have a significant impact on the Trust's financial position, performance or disclosures in its financial statements.

There are no other standards, interpretations or amendments to existing standards that are not yet effective that would be expected to have a significant impact on the Trust.

**c) Estimates and Judgements**

The preparation of the financial statements, in accordance with IFRS as adopted by the European Union, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the financial year. Actual results could differ from those estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the financial year in which the estimate is revised if the revision affects only that financial year or in the financial year of the revision and future financial years if the revision affects both current and future financial years.

*Functional currency:*

The Board of Directors of the Manager considers the U.S. Dollar the currency that most faithfully represents the economic effect of the underlying transactions, events and conditions, as detailed in Note 1(e).

The financial statements are presented in U.S. Dollars, which is the Trust's functional and presentation currency. The U.S. Dollar is the currency in which the Manager measures the performance of the Trust and its Funds and reports its results. This determination also considers the competitive environment in which the Funds are compared to other U.S. investment products.

*Fair value:*

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and trading securities) are based on quoted market prices at the close of trading on the reporting date. The quoted market price used for financial assets and financial liabilities held by the Fund is the last traded price or quoted mid-price at the relevant Valuation Point.

The determination of the fair value of financial assets and financial liabilities may require estimation and the application of judgement, but as there were no financial assets or financial liabilities classified as Level 3 at financial year end 31 December 2020 or prior financial year-end, as such the fair valuation of financial assets and financial liabilities did not require the use of estimates or judgments. The Funds' classification of financial assets and financial liabilities in the fair value hierarchy are set out in Note 6.

**d) Transaction Costs**

Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or financial liability. An incremental cost is one that would not have been incurred if the entity had not acquired, issued or disposed of the financial instrument. When a financial asset or liability is recognized initially, an entity shall measure it at its fair value through profit or loss with transaction costs for such instruments being recognized directly in the Statement of Comprehensive Income.

Transaction costs charged by the Depositary on the settlement of purchases and sales of investments are included in operating expenses in the Statement of Comprehensive Income for each Fund.

Transaction costs on purchases and sales of equities are included in "net gain/(loss) on investment at fair value through profit or loss" in the Statement of Comprehensive Income for each Fund. These costs include identifiable brokerage charges, commission, transaction related taxes and other market charges. Transaction costs are included in Note 5 'Significant Agreements' within the section 'Transaction Costs' for each Fund.

Transaction costs on the purchase and sale of bonds and repurchase agreements are included in the purchase and sale price of the investment. These costs cannot be practically or reliably gathered as they are embedded in the cost of the investment and cannot be separately verified or disclosed.

**e) Foreign Currency Translation***Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign currency assets and liabilities are translated into the functional currency using the exchange rate prevailing at the Statement of Financial Position date. Realized and unrealized foreign currency gains and losses are accounted for in the Statement of Comprehensive Income

Foreign exchange gains and losses relating to the financial assets and liabilities carried at fair value through profit or loss are presented in the Statement of Comprehensive Income within "net gain/(loss) on investments at fair value through profit or loss".

**f) Financial Assets and Financial Liabilities at Fair Value Through Profit or Loss***Classification*

IFRS 9 "Financial Instruments" ("IFRS 9") establishes specific categories into which all financial assets and financial liabilities must be classified. The classification of financial instruments dictates how these assets and liabilities are subsequently measured in the financial statements. The Directors of the Manager have determined that in order for the financial statements to give a true and fair view it is necessary to fair value all financial instruments through profit or loss as permitted by IFRS 9 since all financial instruments are managed on a fair value basis.

The Trust classifies its investments in equity securities, warrants and money market instruments as financial assets or financial liabilities at fair value through profit or loss in accordance with IFRS 9.

The Trust's policy requires the Investment Manager and the Board of Directors of the Manager to evaluate the information about these financial assets and liabilities on a fair value basis together with other related financial information.

*Recognition and Derecognition*

Regular purchases and sales of investments are recognized on the trade date, the date on which the relevant Fund commits to purchase or sell the investment. Financial assets and financial liabilities at fair value through profit or loss are initially recognized at fair value. Transaction costs are expensed as incurred in the Statement of Comprehensive Income.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or the Trust has transferred substantially all risks and rewards of ownership.

Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the financial assets or financial liabilities at fair value through profit or loss category are presented in the Statement of Comprehensive Income within "net gain/(loss) on investments at fair value through profit or loss" in the period in which they arise.

*Fair Value Measurement*

- *Investments*

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and trading securities) are based on quoted market prices at the close of trading on the reporting date. The Trust adopts IFRS 13, 'Fair value measurement', and for fair valuation input it utilises the last traded market price for both financial assets and financial liabilities where the last traded price falls within the bid-ask spread.

In circumstances where the last traded price is not within the bid-ask spread, management will determine the point within the bid-ask spread that is most representative of fair value.

Prices will be obtained for this purpose by the Administrator from independent sources, such as recognized pricing services or brokers specializing in the relevant markets, which in the opinion of the Administrator represent objective and accurate sources of information.

If the investment is normally quoted, listed or traded on or under the rules of more than one recognized market, the relevant recognized market shall be that which the Manager, the Administrator as its delegate or the Investment Manager as its delegate determines, provides the fairest criterion of value for the investment. If prices for an investment quoted, listed or traded on the relevant recognized market are not available at the relevant time, or are unrepresentative in the opinion of the Manager, the Administrator as its delegate or the Investment Manager as its delegate, such investment shall be valued at its probable realization value estimated with care and in good faith by the Manager or the Administrator as its delegate or the Investment Manager as its delegate or by a competent person, firm or corporation appointed by the Manager and approved for the purpose by the Depositary. Securities quoted, listed or traded on a regulated market but acquired at a premium or at a discount outside or off the relevant market may be valued taking into account the level of premium or discount at the date of valuation and the Depositary must ensure the adoption of such a procedure is justifiable in the context of establishing the probable realization value of the security.

- *Repurchase Agreements*

Repurchase Agreements are used in the management of cash balances. Securities purchased under agreements to resell are valued at fair value and adjusted for any movements in foreign exchange rates. Repurchase Agreements are generally held until the next business day so fair value is equal to par. Interest rates vary for each Repurchase Agreement and are set at the initiation of the agreement. It is the Funds' policy to take custody of securities purchased under repurchase agreements and to value the securities on a daily basis to protect the Funds in the event the securities are not repurchased by the counterparty. The relevant Fund will generally obtain additional collateral if the market value of the underlying securities is less than the face value of the Repurchase Agreements plus any accrued interest. In the event of default on the obligation to repurchase, a Fund has the right to liquidate the collateral and apply the proceeds in satisfaction of the obligation. As at 31 December 2020, the Global Fund and the Asia Pacific Fund each held one Repurchase Agreement. Realized and unrealized gains and losses arising from repurchase agreements are accounted for in the Statement of Comprehensive Income. Realized and unrealized gains and losses arising from repurchase agreements are accounted for in the Statement of Comprehensive Income as part of net gain/loss on investments at fair value through profit or loss.

**g) Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position where the Trust currently has a legally enforceable right to set-off the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

**h) Cash and Cash Equivalents**

Cash and cash equivalents includes deposits held at call with banks and other short-term investments in an active market with original maturities of three months or less. All cash at bank balances and bank overdraft are held with/payable to State Street Bank and Trust Company, which had a Standard and Poor's credit rating at the reporting date of AA- (31 December 2019: AA-).

**i) Interest Income**

Income on deposit interest is accounted for on an accruals basis and interest on interest bearing securities is accounted for on the effective interest basis and is recognised in gains and losses arising from investments at fair value through profit or loss as it accrues. Income which suffers a deduction of tax at source is shown gross of withholding tax.



**j) Dividend Income**

Dividend income from financial assets at fair value through profit or loss is recognized in the Statement of Comprehensive Income within dividend income when the relevant Fund's right to receive payment is established gross of withholding tax which is recognized separately.

**k) Expenses**

Expenses are recognized in the Statement of Comprehensive Income on an accruals basis.

**l) Description of Units***Redeemable Participating Units*

All units in the Global Fund and in the Asia Pacific Fund are classified as redeemable participating units. Redeemable participating units are redeemable at the unitholder's option and are classified as financial liabilities. A redeemable participating unit can be put back to the Fund at any time for cash equal to a proportionate share of the Fund's net asset value.

Redeemable participating units are issued and redeemed at the unitholder's option at prices based on the Fund's net asset value per unit at the time of issue or redemption. The Fund's net asset value per unit is calculated by dividing the net assets attributable to the holders of redeemable participating units by the total number of outstanding redeemable participating units.

Investment positions are valued in accordance with the provisions of the Fund's prospectus, for the purpose of determining the net asset value per unit for subscriptions and redemptions.

All issued redeemable participating units are fully paid. The Fund's capital is represented by these redeemable participating units with no par value and each carrying one vote.

They may be paid dividends at the discretion of the Manager. The relevant movements are shown on the Statement of Changes in Net Assets Attributable to Holders of Redeemable Participating Units.

**m) Securities Financing Transactions**

In order to comply with the requirements of Securities Financing Transactions Regulation (Regulation (EU) 2015/2365) ("SFTR") additional mandatory disclosure around the Repurchase Agreements held on each Fund have been included in unaudited Appendix 2 to these financial statements.

## 2. Composition of Net Gain/(Loss) on Investments at Fair Value Through Profit or Loss and Other Gains

Global Fund	2020 US\$	2019 US\$
Realized (loss)/gain on investments sold	(8,355,844)	6,023,033
Total change in unrealized (loss)/gain on investments	(3,829,614)	21,233,065
Interest income on investments at fair value through profit or loss	18,981	106,242
Net (loss)/gain on investments at fair value through profit or loss	(12,166,477)	27,362,340
Net foreign exchange (loss)	(39,295)	(4,990)
Asia Pacific Fund	2020 US\$	2019 US\$
Realized (loss) on investments sold	(347,861)	(3,387,358)
Total change in unrealized gain on investments	1,005,128	19,262,917
Interest income on investments at fair value through profit or loss	3,595	27,712
Net gain on investments at fair value through profit or loss	660,862	15,903,271
Net foreign exchange (loss)	(47,782)	(32,726)

## 3. Number of Units in Issue and Net Assets Attributable to Redeemable Participating Unitholders

Each of the units entitles the holder to participate equally on a pro-rata basis in the profits and dividends of the relevant Fund attributable to such units and to attend and vote at meetings of the Trust represented by those units. No class of units confers on the holder thereof any preferential or pre-emptive rights or any rights to participate in the profits and dividends of any other class of units or any voting rights in relation to matters relating solely to any other class of units.

Each unit represents an undivided beneficial interest in the relevant Fund of the Trust. The units are not debt obligations or guaranteed by the Depositary or the Manager. The return on an investment in the Funds will depend solely upon the investment performance of the assets in the Fund and the increase or decrease in the net asset value of the units. The amount payable to a unitholder in respect of each unit upon liquidation of the Trust will equal the net asset value per unit.

The Net Assets Attributable to Holders of Redeemable Participating Units represents a liability on the Statement of Financial Position, carried at the redemption amount that would be payable at the Statement of Financial Position date if the unitholder exercised the right to redeem its units to the relevant Fund.

The Trust Deed entitles the Manager to charge redeeming unitholders in the relevant Fund a redemption fee of up to 3% of the relevant redemption proceeds. The Manager does not currently intend to impose a redemption fee. Should it impose such a fee, the Manager will provide prior notice to each unitholder in the relevant Fund.

A summary of unitholder activity is detailed below:

Global Fund	For the financial year ended 31 December 2020		
	Class I	Class I	Class I
	U.S. Dollar	Euro	British Pound
Units in issue at the beginning of financial year	8,576,339	321,490	427,771
Units issued	608,404	12,913	39,292
Units redeemed	(4,626,067)	(15,968)	(281,799)
Units in issue at the end of financial year	4,558,676	318,435	185,264
Net Asset Value	US\$85,963,178	€4,854,091	£2,536,577
Number of Units in Issue	4,558,676	318,435	185,264
Net Asset Value per Unit	US\$18.86	€15.24	£13.69

Global Fund	For the financial year ended 31 December 2019		
	Class I	Class I	Class I
	U.S. Dollar	Euro	British Pound
Units in issue at the beginning of financial year	8,797,129	232,269	815,658
Units issued	1,686,802	101,112	40,340
Units redeemed	(1,907,592)	(11,891)	(428,227)
Units in issue at the end of financial year	8,576,339	321,490	427,771
Net Asset Value	US\$156,347,142	€5,159,421	£5,847,383
Number of Units in Issue	8,576,339	321,490	427,771
Net Asset Value per Unit	US\$18.23	€16.05	£13.67

Global Fund	For the financial year ended 31 December 2018		
	Class I	Class I	Class I
	U.S. Dollar	Euro	British Pound
Units in issue at the beginning of financial year	9,099,242	522,000	892,312
Units issued	846,926	82,054	62,946
Units redeemed	(1,149,039)	(371,785)	(139,600)
Units in issue at the end of financial year	8,797,129	232,269	815,658
Net Asset Value	US\$136,480,539	€3,105,762	£9,860,164
Number of Units in Issue	8,797,129	232,269	815,658
Net Asset Value per Unit	US\$15.51	€13.37	£12.09

Asia Pacific Fund	For the financial year ended 31 December 2020	
	Class I	Class I
	U.S. Dollar	British Pound
Units in issue at the beginning of financial year	6,507,950	1,300,643
Units issued	675,815	122,130
Units redeemed	(3,047,558)	(45,934)
Units in issue at the end of financial year	4,136,207	1,376,839
Net Asset Value	US\$63,562,710	£15,390,669
Number of Units in Issue	4,136,207	1,376,839
Net Asset Value per Unit	US\$15.37	£11.18

**Asia Pacific Fund****For the financial year ended 31 December 2019**

	Class I U.S. Dollar	Class I British Pound
Units in issue at the beginning of financial year	6,456,381	1,285,216
Units issued	843,083	328,920
Units redeemed	(791,514)	(313,493)
Units in issue at the end of financial year	6,507,950	1,300,643
Net Asset Value	US\$90,104,855	£13,524,809
Number of Units in Issue	6,507,950	1,300,643
Net Asset Value per Unit	US\$13.85	£10.40

**Asia Pacific Fund****For the financial year ended 31 December 2018**

	Class I U.S. Dollar	Class I British Pound
Units in issue at the beginning of financial year	3,441,160	120,809
Units issued	3,279,541	1,182,907
Units redeemed	(264,320)	(18,500)
Units in issue at the end of financial year	6,456,381	1,285,216
Net Asset Value	US\$75,397,228	£11,715,266
Number of Units in Issue	6,456,381	1,285,216
Net Asset Value per Unit	US\$11.68	£9.12

**Significant shareholders**

The following table details the number of shareholders with significant holdings of at least 20 per cent of the relevant Fund and the percentage of that holding as at 31 December 2020 and 31 December 2019.

Fund	Number of significant shareholders 31 Dec 2020	Total Units held as at 31 Dec 2020	Total Shareholding as a % of the Fund as at 31 Dec 2020	Number of significant shareholders 31 Dec 2019	Total Units held as at 31 Dec 2019	Total Shareholding as a % of the Fund as at 31 Dec 2019
Global Fund	1	2,666,744	52.68	2	5,953,754	63.76
Asia Pacific Fund	1	2,071,891	37.58	2	3,756,361	48.11

Note 9, "Related Party Transactions" provides further detail of the significant shareholder (Pyramid Peak Foundation) of the Asia Pacific Fund included in the table above.

**4. Taxation**

Under current law and practice, the Trust qualifies as an investment undertaking as defined in Section 739B of the Taxes Consolidation Act, 1997, as amended. On that basis, it is not chargeable to Irish tax on its income or gains.

However, Irish tax may arise on the happening of a "chargeable event". A chargeable event includes any distribution payments to unitholders, any encashment, redemption, cancellation or transfer of units and the holding of units at the end of each eight year period beginning with the acquisition of such units.

No Irish tax will arise on the Trust in respect of chargeable events in respect of:

- a) a unitholder who is neither Irish resident nor ordinarily resident in Ireland for tax purposes, at the time of the chargeable event, provided appropriate valid declarations in accordance with the provisions of the Taxes Consolidation Act, 1997, as amended, are held by the Trust or the Trust has been authorised by the Irish Revenue to make gross payments in the absence of appropriate declarations; and
- b) certain exempted Irish tax resident unitholders who have provided the Trust with the necessary signed statutory declarations.

Dividends, interest and capital gains (if any) received on investments made by the relevant Fund in the Trust may be subject to taxes imposed by the country from which the investment income/gains are received and such taxes may not be recoverable by the Fund or its unitholders.

## 5. Significant Agreements

### *Investment Management Fees*

The Investment Manager is entitled to receive investment management fees in respect of the active Funds payable out of the assets of the active Funds ("Management Fees") accruing daily and payable monthly in arrears at an annual percentage rate of 1.0% of the average daily Net Asset Value for Class I Units of the Global Fund and at an annual percentage rate of 1.15% of the average daily Net Asset Value for Class I Units of the Asia Pacific Fund.

The Investment Manager is also entitled to reimbursement of all reasonable out-of-pocket expenses incurred for the benefit of the Trust including expenses incurred by it in the performance of its duties.

The Investment Manager may from time to time, at its sole discretion waive, reduce or, out of its own resources, rebate to some or all of the unitholders, the Trust or any Fund part of the aforementioned fees.

The Investment Manager has voluntarily agreed to reimburse or waive such portions of its fees as are necessary to ensure that the total expense ratio attributable to the Class I Units shall not exceed 1.6% (effective 23 November 2020, the Global Fund's expense cap was reduced to 1.15%) of the Net Asset Value of the Global Fund or 1.75% of the Net Asset Value of the Asia Pacific Fund.

There was no investment management fee reimbursement to the Funds for financial year ended 31 December 2020 or for financial year ended 31 December 2019.

The Investment Manager earned a total fee of US\$1,946,051 (2019: US\$2,955,655) of which US\$304,334 (2019: US\$248,968) was outstanding at the financial year end.

### *Manager Fees*

The Manager does not receive a fee out of the assets of the Funds. The Manager is reimbursed for all of its expenses incurred in the normal course of business plus a 10% markup by the Investment Manager.

### *Administration Fees*

The Administrator is entitled to a fee payable out of the assets of each active Fund accruing daily and payable monthly in arrears at the end of each calendar month at an annual rate not to exceed 0.06% of the combined average net asset value of the active Funds between zero and US\$400 million, 0.05% of the combined average net asset value of the active Funds between US\$400 million and US\$1,000 million, 0.04% of the combined average net asset value of the active Funds between US\$1,000 million and US\$1,500 million and 0.03% of the combined average net asset value of the active Funds in excess of US\$1,500 million.

The Administrator is also entitled to receive a fee of US\$7,500 per annum per active Fund for the preparation of annual and semi-annual financial statements and a minimum annual fee for the Trust, exclusive of out-of-pocket expenses, of US\$10,000 for reporting services under the UCITS Regulations.

The Manager will also reimburse the Administrator out of the assets of the relevant Fund for all reasonable expenses incurred for the benefit of the Fund when contracting with entities providing paying or transfer agency services. The Administrator is also entitled to reimbursement of all reasonable out-of-pocket expenses incurred for the benefit of the Fund out of the assets of the Fund in respect of which such charges and expenses were incurred.

#### *Depositary Fees*

The Depositary is entitled to a fee payable out of the assets of the relevant active Fund in the Trust accruing daily and payable monthly in arrears at the end of each calendar month at an annual rate not to exceed 0.025% of the combined average net asset value of the active Funds between zero and US\$100 million, 0.020% of the combined average net asset value of the active Funds between US\$100 million and US\$300 million and 0.015% of the combined average net asset value of the active Funds in excess of US\$300 million.

The Depositary is also entitled to reimbursement of properly vouched out of pocket expenses incurred by the Depositary, or any sub-custodian, for the benefit of the Funds out of the assets of the Funds in respect of which such charges and expenses were incurred.

#### *Transaction Costs*

As disclosed in Note 1, transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of the financial asset or financial liability.

For the financial years ended 31 December 2020 and 31 December 2019, the Funds incurred transaction costs as follows:

	<b>For the financial year ended 31 December US\$</b>	
	<b>2020</b>	<b>2019</b>
<b>Global Fund</b>	117,222	67,268
<b>Asia Pacific Fund</b>	174,403	100,782

## **6. Financial Instruments**

In accordance with IFRS 7 Financial Instruments: Disclosure, this note details the way in which the Trust manages risks associated with the use of financial instruments.

As an investment fund, the management of the financial instruments is fundamental to the management of the relevant Fund's business. The Funds' risk management process is managed by Southeastern Asset Management Inc., in its capacity as Investment Manager and oversight of these functions is carried out by both the Depositary, and by the Board of Directors of the Manager.

The Funds' investment portfolios comprise mainly quoted equity instruments that it intends to hold for an indefinite period of time. The Funds may hold debt instruments for cash management or investment purposes. The Funds also hold Repurchase Agreements, warrants and money market instruments as detailed in the Schedules of Investments.

The Funds' investing activities expose them to various types of risk that are associated with the financial instruments and markets in which they invest. The most important types of financial risk to which the Funds are exposed are market risk, liquidity risk and credit risk.

Investment selection, asset allocation and cash management is determined by the Investment Manager who manages the distribution of the assets to achieve the investment objectives. The composition of the Funds' respective portfolio is monitored by the Investment Manager on an intraday basis.

The nature and extent of the financial instruments outstanding at the balance sheet date and the risk management policies employed by the relevant Fund are discussed below.

**Market Risk**

This is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and price risk.

The Funds' strategy on the management of investment risk is driven by the relevant Fund's investment objective. The Funds' overall investment objective is to preserve capital and to increase the value of the capital over time.

Although it is impossible to guarantee any capital preservation, the Investment Manager believes that the philosophy of purchasing companies at a substantial discount to their intrinsic values should deliver absolute positive returns in the medium to long term. The discount to intrinsic value should act as a margin of safety for each investment. The Investment Manager is a fundamental, bottom-up investor with the investment selection process taking prominence over asset and sector allocation.

The Investment Manager monitors individual investment and cash positions on an intraday basis using various reporting tools.

These levels are discussed at the quarterly Manager's Board meeting.

The Funds' market risk is managed on a daily basis by the Investment Manager in accordance with policies and procedures in place. The investments of each fund are subject to normal market fluctuations and the risks inherent in investment in international securities markets and there can be no assurances that appreciation will occur. Stock markets can be volatile and stock prices can change substantially.

Details of the Funds' investment portfolios at 31 December 2020 are disclosed in the Schedule of Investments sections. All individual investments in equity instruments are disclosed separately. The Funds' sensitivity to fluctuations in market prices is detailed in the Price Risk section below.

**Currency Risk**

Foreign currency risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in the rate of exchange between the currency in which the financial asset or financial liability is denominated and the functional currency of the relevant Fund. The Funds may invest in financial instruments and enter into transactions denominated in currencies other than its functional currency. Consequently, the Funds are exposed to risks that the exchange rate of its currency relative to other foreign currencies may change in a manner that has an adverse effect on the value of that portion of the relevant Fund's assets or liabilities denominated in currencies other than the U.S. Dollar. The Funds may use currency forwards to hedge currency exposure but do not routinely do so.

The Investment Manager monitors the Funds' currency exposures on an intraday basis. The delegates of the Board of Directors of the Manager monitor these exposures on a monthly basis through reporting from the Investment Manager and the Administrator. Some expenses are payable in currencies other than the base currency but the foreign currency exposure on these is not material.



The currency exposure as at 31 December 2020 and 2019 are shown below.

Global Fund	at 31 December 2020 US\$		
	Net Monetary Assets	Net Non-Monetary Assets	Total
Swiss Franc	-	3,890,259	3,890,259
Danish Krone	32,355	-	32,355
Euro	77,257	14,950,515	15,027,772
Hong Kong Dollar	-	13,518,475	13,518,475
Japanese Yen	-	835,028	835,028
Swedish Krone	-	2,604,340	2,604,340
	109,612	35,798,617	35,908,229
	at 31 December 2019 US\$		
	Net Monetary Assets	Net Non-Monetary Assets	Total
Danish Krone	29,589	-	29,589
Euro	70,936	30,942,987	31,013,923
Hong Kong Dollar	-	26,550,506	26,550,506
Japanese Yen	-	7,120,930	7,120,930
Swedish Krona	-	239,474	239,474
Swiss Franc	-	6,063,195	6,063,195
	100,525	70,917,092	71,017,617

At 31 December 2020, if the exchange rate between the U.S. Dollar and the relevant foreign currency increased by 5% (based on monetary and non-monetary items) with all other variables held constant, the net assets attributable to unitholders for the Global Fund would have increased by US\$1,709,916 (2019: US\$3,381,791). A 5% decrease would have an equal and opposite effect on the value of the Global Fund.

Asia Pacific Fund	at 31 December 2020 US\$		
	Net Monetary Assets	Net Non-Monetary Assets	Total
Swiss Franc	-	3,673,477	3,673,477
China Yuan Renminbi	-	4,047,060	4,047,060
Danish Krone	17,829	-	17,829
Euro	13,368	3,776,888	3,790,256
Hong Kong Dollar	-	35,623,784	35,623,784
Indian Rupee	-	4,420,861	4,420,861
Japanese Yen	-	4,702,579	4,702,579
Korean Won	-	2,513,134	2,513,134
Philippine Peso	-	6,011,454	6,011,454
	31,197	64,769,237	64,800,434

<b>at 31 December 2019 US\$</b>			
	Net Monetary Assets	Net Non- Monetary Assets	Total
China Yuan Renminbi	-	4,009,254	4,009,254
Danish Krone	16,306	-	16,306
Euro	12,274	-	12,274
Hong Kong Dollar	55,024	45,966,321	46,021,345
Indian Rupee	-	3,820,976	3,820,976
Japanese Yen	37,644	32,268,102	32,305,746
Korean Won	-	4,838,200	4,838,200
Swiss Franc	-	3,319,275	3,319,275
	121,248	94,222,128	94,343,376

At 31 December 2020, if the exchange rate between the U.S. Dollar and the relevant foreign currency increased by 5% (based on monetary and non-monetary items) with all other variables held constant, the net assets attributable to unitholders for the Asia Pacific Fund would have increased by US\$3,085,735 (2019: US\$4,492,542). A 5% decrease would have an equal and opposite effect on the value of the Asia Pacific Fund.

### Interest Rate Risk

This is defined as the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The majority of the relevant Fund's assets are non-interest bearing so there is very limited exposure to this risk type. The majority of interest-bearing financial assets mature in the short-term. The Investment Manager monitors the interest rate risk exposure on a daily basis. The delegates of the Board of Directors of the Manager monitor this exposure on a monthly basis through reporting from the Investment Manager and the Administrator.

The interest profiles of 31 December 2020 and 31 December 2019 are shown below.

<b>Global Fund at 31 December 2020 US\$</b>					
	Interest-bearing asset maturity			Non-interest bearing	Total
	Up to 1 year	1 – 5 years	Over 5 years		
Cash and bank balances	917	-	-	-	917
Transferable Securities	-	-	-	77,053,159	77,053,159
Short Term Obligations	18,469,000	-	-	-	18,469,000
Other Assets	-	-	-	112,623	112,623
Total Assets	18,469,917	-	-	77,165,782	95,635,699
Other Liabilities	-	-	-	(273,750)	(273,750)
Total Liabilities	-	-	-	(273,750)	(273,750)
Net Assets	18,469,917	-	-	76,892,032	95,361,949

<b>at 31 December 2019 US\$</b>					
	Interest-bearing asset maturity			Non-interest bearing	Total
	Up to 1 year	1 – 5 years	Over 5 years		
Transferable Securities	-	-	-	152,598,612	152,598,612
Short Term Obligations	17,559,000	-	-	-	17,559,000
Other Assets	-	-	-	145,114	145,114
<b>Total Assets</b>	<b>17,559,000</b>	<b>-</b>	<b>-</b>	<b>152,743,726</b>	<b>170,302,726</b>
Bank Overdraft	(143,292)	-	-	-	(143,292)
Other Liabilities	-	-	-	(279,528)	(279,528)
<b>Total Liabilities</b>	<b>(143,292)</b>	<b>-</b>	<b>-</b>	<b>(279,528)</b>	<b>(422,820)</b>
<b>Net Assets</b>	<b>17,415,708</b>	<b>-</b>	<b>-</b>	<b>152,464,198</b>	<b>169,879,906</b>

<b>Asia Pacific Fund at 31 December 2020 US\$</b>					
	Interest-bearing asset maturity			Non-interest bearing	Total
	Up to 1 year	1 – 5 years	Over 5 years		
Cash and bank balances	128	-	-	-	128
Transferable Securities	-	-	-	79,590,586	79,590,586
Short Term Obligations	5,272,000	-	-	-	5,272,000
Other Assets	-	-	-	31,197	31,197
<b>Total Assets</b>	<b>5,272,128</b>	<b>-</b>	<b>-</b>	<b>79,621,783</b>	<b>84,893,911</b>
Other Liabilities	-	-	-	(284,449)	(284,449)
<b>Total Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(284,449)</b>	<b>(284,449)</b>
<b>Net Assets</b>	<b>5,272,128</b>	<b>-</b>	<b>-</b>	<b>79,337,334</b>	<b>84,609,462</b>

<b>at 31 December 2019 US\$</b>					
	Interest-bearing asset maturity			Non-interest bearing	Total
	Up to 1 year	1 – 5 years	Over 5 years		
Transferable Securities	-	-	-	105,845,636	105,845,636
Short Term Obligations	2,321,000	-	-	-	2,321,000
Other assets	-	-	-	127,899	127,899
<b>Total assets</b>	<b>2,321,000</b>	<b>-</b>	<b>-</b>	<b>105,973,535</b>	<b>108,294,535</b>
Bank Overdraft	(97,688)	-	-	-	(97,688)
Other liabilities	-	-	-	(177,033)	(177,033)
<b>Total liabilities</b>	<b>(97,688)</b>	<b>-</b>	<b>-</b>	<b>(177,033)</b>	<b>(274,721)</b>
<b>Net assets</b>	<b>2,223,312</b>	<b>-</b>	<b>-</b>	<b>105,796,502</b>	<b>108,019,814</b>

At 31 December 2020, if the market interest rates had increased by 1% with all other variables remaining constant, the net assets attributable to unitholders would have increased by US\$9 (2019: US\$Nil) for the Global Fund and US\$1 (2019: US\$Nil) for the Asia Pacific Fund. As market interest rates at financial year-end were less than 1%, a decrease of a full 1% on cash and bank balances and short-term obligations is theoretically not possible. There would be no interest income under this scenario.

### Price Risk

Price risk is the risk that the value of an instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk and currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market. As the majority of the Funds' financial instruments are carried at fair value with fair value changes recognized in the Statement of Comprehensive Income, all changes in market conditions will directly affect the net asset value of the relevant Fund.

Price risk is mitigated by the Investment Manager by constructing a diversified portfolio of instruments traded on various markets. In addition, price risk can be hedged using derivative financial instruments such as options or futures, although the Investment Manager decided not to do so in 2020.

The Investment Manager monitors the Funds' investment level and asset class exposures on an intraday basis. The exposures are discussed at the quarterly meetings of the Board of Directors of the Manager. Details of the Funds' investment portfolios at 31 December 2020 are disclosed in the Schedule of Investments section.

At 31 December 2020, if the price of each security held by the relevant Fund had increased by 1% the overall value of the Trust would have increased by US\$955,222 (2019: US\$1,701,576) for the Global Fund and by US\$848,626 (2019: US\$1,081,666) for the Asia Pacific Fund. A 1% decrease would have an equal and opposite effect on the value of each Fund.

### Liquidity Risk

This is the risk that the Trust will encounter difficulty in meeting obligations associated with financial liabilities. The Funds' constitution provide for the daily creation and cancellation of units and they are therefore exposed to the liquidity risk of meeting unitholder redemptions at any time. To meet the redemption liability, the Funds may be required to sell assets. If the Funds are invested in less liquid securities, the relevant Fund may find it more difficult to sell these positions quickly and there is the risk that they may be sold below their fair value.

The Investment Manager monitors and manages the Funds' liquidity position on a daily basis and it is communicated to the delegates of the Board of Directors of the Manager every month. The Board of Directors of the Manager is able, by the provisions in the governing documents, to defer redemptions of significant size to facilitate an orderly disposition of securities in the interest of the remaining unitholders.

The Global Fund invests in securities that are considered to be liquid and readily realizable, as they are all listed on local stock exchanges. As at 31 December 2020, it was estimated that 100% (2019: 100%) of the Global Fund's assets could be liquidated within five trading days, including 94% (2019: 77%) of the Fund's assets which could be sold within one day. This calculation was based on one third of the average daily trading volume of each security held.

The Asia Pacific Fund invests in securities that are considered to be liquid and readily realizable, as they are all listed on local stock exchanges. As at 31 December 2020, it was estimated that 88% (2019: 93%) of the Asia Pacific Fund's assets could be liquidated within five trading days, including 66% (2019: 63%) of the Fund's assets which could be sold within one day. This calculation was based on one third of the average daily trading volume of each security held.

All payables are due for settlement within one month and are monitored and settled by the Administrator. At the financial year end, these amounted to US\$273,750 (2019: US\$422,820) for the Global Fund and US\$284,449 (2019: US\$274,721) for the Asia Pacific Fund.

The net assets attributable to holders of redeemable units of US\$95,361,949 (2019: US\$169,879,906) for the Global Fund and US\$84,609,462 (2019: US\$108,019,814) for the Asia Pacific Fund have no stated maturity date.

### Credit Risk

Credit risk is the risk that counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the relevant Fund. This includes counterparty risk and issuer risk. In relation to the Trust it can arise for example from receivables to another party, placing deposits with other entities, transacting in debt securities and entering into derivative contracts.

The Funds keep only a low exposure to debt instruments. Substantially all of the investments and cash of the Funds are held by the Depositary, and its sub-custodians, on behalf of the Funds. The investments are clearly segregated from the Depositary's own assets. However, bankruptcy or insolvency of the Depositary, or one of its sub-custodians, could cause the Funds' rights with respect to assets held by the Depositary or sub-custodian to be delayed or limited, especially in regards to cash held on deposit. For this reason, the Investment Manager may choose to purchase government bonds for the Funds to reduce any excess cash balances held at the Depositary. The Funds manage this risk by having the Investment Manager monitor the credit quality and financial position of the Depositary. The credit rating of State Street Corporation, the parent company of the Depositary, as provided by Standard and Poor's rating agency at the reporting date was A (31 December 2019: A). All cash at bank balances and bank overdraft are held with State Street Bank and Trust Company, which had a Standard and Poor's credit rating at the reporting date of AA- (31 December 2019: AA-).

Issuer risk is associated with transacting in debt securities and is monitored by the Investment Manager based on evaluation of each counterparty. The Funds did not hold debt securities at 31 December 2020 or at 31 December 2019.

There were no significant concentrations of credit risk to counterparties at 31 December 2020 apart from the Repurchase Agreements as disclosed in the Schedule of Investments for each Fund.

For the Funds, counterparty risk relates to unsettled transactions with brokers for investments on local markets. This risk is considered small due to the short settlement periods involved. The delivery-versus-payment settlement process used on most markets limits such risk to the price movement in a security from trade date to settlement date. On a daily basis, the Investment Manager monitors any trades which have not settled on the correct date. The delegates of the Board of Directors of the Manager monitor any overdue unsettled trades on a monthly basis through reporting from the Administrator.

### Offsetting and amounts subject to master netting arrangements and similar agreements

The Funds were not subject to a master netting arrangement with its sole counterparty for the Repurchase Agreements as at 31 December 2020 and 2019. The following tables present the Funds' financial assets which have not been offset in the Statement of Financial Position. The tables are presented by type of financial instrument. There were no financial liabilities set off in the Statement of Financial Position of the Funds as at financial year ended 31 December 2020 or 31 December 2019.

#### Global Fund

Description and counterparty	Gross amounts of recognised financial assets	Stock Collateral*	Net amount at 31 December 2020 US\$
State Street Repurchase Agreement, State Street Bank	18,469,000	18,469,000	-
Description and counterparty	Gross amounts of recognised financial assets	Stock Collateral*	Net amount at 31 December 2019 US\$
State Street Repurchase Agreement, State Street Bank	17,559,000	17,559,000	-

**Asia Pacific Fund**

Description and counterparty	Gross amounts of recognised financial assets	Stock Collateral*	Net amount at 31 December 2020 US\$
State Street Repurchase Agreement, State Street Bank	5,272,000	5,272,000	-

Description and counterparty	Gross amounts of recognised financial assets	Stock Collateral*	Net amount at 31 December 2019 US\$
State Street Repurchase Agreement, State Street Bank	2,321,000	2,321,000	-

\*Stock Collateral held, which is not offset in the Statement of Financial Position.

**Fair Valuation Hierarchy**

IFRS 13 requires the Trust to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1 - Quoted market price in an active market for an identical instrument that the entity can access at the measurement point.
- Level 2 - Valuation techniques based on observable inputs. This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly or indirectly observable from market data.
- Level 3 - Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs could have a significant impact on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

The level in the fair value hierarchy within which the fair value measurement is categorized in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement.

Equities are classified as Level 1.

Short Term Obligations are classified as Level 2.

If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement.

Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, considering factors specific to the asset or liability.

The financial assets and liabilities at 31 December 2020 and 31 December 2019 are classified as follows:

<b>Global Fund</b>				
<b>at 31 December 2020 US\$</b>				
	Level 1	Level 2	Level 3	Total
Transferable securities	77,053,159	-	-	77,053,159
Short Term Obligations	-	18,469,000	-	18,469,000
	77,053,159	18,469,000	-	95,522,159
<b>at 31 December 2019 US\$</b>				
	Level 1	Level 2	Level 3	Total
Transferable securities	152,598,612	-	-	152,598,612
Short Term Obligations	-	17,559,000	-	17,559,000
	152,598,612	17,559,000	-	170,157,612
<b>Asia Pacific Fund</b>				
<b>at 31 December 2020 US\$</b>				
	Level 1	Level 2	Level 3	Total
Transferable securities	79,590,586	-	-	79,590,586
Short Term Obligations	-	5,272,000	-	5,272,000
	79,590,586	5,272,000	-	84,862,586
<b>at 31 December 2019 US\$</b>				
	Level 1	Level 2	Level 3	Total
Transferable securities	105,845,636	-	-	105,845,636
Short Term Obligations	-	2,321,000	-	2,321,000
	105,845,636	2,321,000	-	108,166,636

Transfers between levels of the fair value hierarchy are deemed to have occurred at the beginning of the period and are deemed to have occurred when the pricing source or methodology used to price an investment has changed which triggers a change in level as defined under IFRS 13. There were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy during the financial year ended 31 December 2020 and financial year ended 31 December 2019.

For each class of assets and liabilities not measured at fair value in the Statement of Financial Position but for which fair value is disclosed, IFRS13 requires the Trust to disclose the level within the fair value hierarchy which the fair value measurement would be categorised and a description of the valuation technique and inputs used in the technique.



The assets and liabilities not carried at fair value but for which fair value is disclosed at 31 December 2020 and 31 December 2019 are classified as follows:

#### Global Fund

	At 31 December 2020			
	Level 1	Level 2	Level 3	Total US\$
<b>Assets</b>				
Cash and Cash Equivalents	917	-	-	917
Other Assets	-	112,623	-	112,623
<b>Total</b>	<b>917</b>	<b>112,623</b>	<b>-</b>	<b>113,540</b>
<b>Liabilities</b>				
Other Liabilities	-	(273,750)	-	(273,750)
Net assets attributable to holders of redeemable participating units	-	(95,361,949)	-	(95,361,949)
<b>Total</b>	<b>-</b>	<b>(95,635,699)</b>	<b>-</b>	<b>(95,635,699)</b>

#### Global Fund

	At 31 December 2019			
	Level 1	Level 2	Level 3	Total US\$
<b>Assets</b>				
Other Assets	-	145,114	-	145,114
<b>Total</b>	<b>-</b>	<b>145,114</b>	<b>-</b>	<b>145,114</b>
<b>Liabilities</b>				
Bank Overdraft	(143,292)	-	-	(143,292)
Other Liabilities	-	(279,528)	-	(279,528)
Net assets attributable to holders of redeemable participating units	-	(169,879,906)	-	(169,879,906)
<b>Total</b>	<b>(143,292)</b>	<b>(170,159,434)</b>	<b>-</b>	<b>(170,302,726)</b>

#### Asia Pacific Fund

	At 31 December 2020			
	Level 1	Level 2	Level 3	Total US\$
<b>Assets</b>				
Cash and Cash Equivalents	128	-	-	128
Other Assets	-	31,197	-	31,197
<b>Total</b>	<b>128</b>	<b>31,197</b>	<b>-</b>	<b>31,325</b>
<b>Liabilities</b>				
Other Liabilities	-	(284,449)	-	(284,449)
Net assets attributable to holders of redeemable participating units	-	(84,609,462)	-	(84,609,462)
<b>Total</b>	<b>-</b>	<b>(84,893,911)</b>	<b>-</b>	<b>(84,893,911)</b>

#### Asia Pacific Fund

	At 31 December 2019			
	Level 1	Level 2	Level 3	Total US\$
<b>Assets</b>				
Other Assets	-	127,899	-	127,899
<b>Total</b>	<b>-</b>	<b>127,899</b>	<b>-</b>	<b>127,899</b>
<b>Liabilities</b>				
Bank Overdraft	(97,688)	-	-	(97,688)
Other Liabilities	-	(177,033)	-	(177,033)
Net assets attributable to holders of redeemable participating units	-	(108,019,814)	-	(108,019,814)
<b>Total</b>	<b>(97,688)</b>	<b>(108,196,847)</b>	<b>-</b>	<b>(108,294,535)</b>

## Global Exposure

The Investment Manager uses the commitment approach to evaluate the global exposure of the Funds.

## 7. Exchange Rates

Where applicable the Administrator translated foreign currency amounts, fair value of investments and other assets and liabilities into U.S. Dollars at the financial year end rates for each US\$:

	31 December 2020	31 December 2019
British Pound	0.731261	0.754945
China Yuan Renminbi	6.539800	6.965700
Danish Krone	6.092400	6.661850
Euro	0.818565	0.891504
Hong Kong Dollar	7.752450	7.792300
Indian Rupee	73.067500	71.378150
Japanese Yen	103.255000	108.655000
Korean Won	1,086.300000	1,156.450000
Philippine Peso	48.023500	N/A
Swedish Krone	8.227600	9.366350
Swiss Franc	0.885300	0.967800

## 8. Efficient Portfolio Management

To the extent that the Trust may use techniques and instruments for efficient portfolio management, the Manager, on behalf of the Trust, would comply with the conditions and limits laid down from time to time by the Central Bank under the UCITS Regulations and as set out in Appendix II of the Trust's Prospectus. Transactions entered into for efficient portfolio management purposes would be entered into to enhance investment returns or for one or more of the following specified aims: the reduction of risk; the reduction of cost or the generation of additional capital or income for the Trust with a level of risk that is consistent with the risk profile of the Trust and the risk diversification rules set out in the UCITS Regulations.

As at 31 December 2020 and 2019, the Funds did not hold any derivative positions.

As at 31 December 2020 and 2019, the Funds held Repurchase Agreements as detailed in the Schedules of Investments. No material revenues arose and no direct or indirect costs were incurred for the Repurchase Agreements for the financial years ended 31 December 2020 and 2019.

## 9. Related Party Transactions

In accordance with IAS 24, "Related Party disclosures", the following are the related parties and related party transactions during the financial year.

### *Transactions with entities with significant influence:*

Southeastern Asset Management, Inc. serves in an appointed role as the Investment Manager for the Trust, and is paid an investment management fee for its services. For the Global Fund, the Investment Manager earned a fee of US\$1,036,962 (2019: US\$1,770,304) of which US\$152,279 (2019: US\$147,063) was outstanding at the financial year end. For the Asia Pacific Fund the Investment Manager earned a fee of US\$909,089 (2019: US\$1,185,351) of which US\$152,055 (2019: US\$101,905) was outstanding at the financial year end.

There was no investment management fee reimbursement to the Funds for financial year ended 31 December 2020 or for financial year ended 31 December 2019.

The Investment Manager has been appointed by the board members of the Manager, which is a wholly owned subsidiary of the Investment Manager. The Manager does not receive a fee out of the assets of the Funds. The Manager is reimbursed for all of its expenses incurred in the normal course of business plus a 10% markup by the Investment Manager.

Directors of the Manager, Ryan Hocker and Steve McBride are employees of Southeastern Asset Management, Inc. and there are two Irish resident directors, Lisa Martensson and Michael Kirby. The Manager pays the independent directors a fixed fee per annum.

*Transactions with other related parties:*

The Pyramid Peak Foundation (the "Foundation") provided the Asia Pacific Fund's initial seed capital. Because some of the members of the Foundation's governing board are also owners of the Investment Manager, the Asia Pacific Fund and the Foundation are considered related parties. The Foundation's holding in the Asia Pacific Fund constitutes approximately 38% (December 2019: 27%) of the Asia Pacific Fund's Net Asset Value, and are therefore noted as significant unitholders at 31 December 2020 in Note 3.

In addition, employees of the Investment Manager owned approximately 2.6% (2019: 1.4%) and 50.8% (2019: 32.7%) of the Global and Asia Pacific Funds at 31 December 2020 respectively.

KB Associates ("KBA") have been engaged by the Manager to provide operational and compliance support services. Michael Kirby is a Director and principal of KBA and also a Director of the Manager to the Trust. KBA fees are disbursed through the Manager.

#### **10. Soft Commission Arrangements**

There were no soft commission arrangements entered into by the Investment Manager, on behalf of the Trust, during the financial years ended 31 December 2020 and 31 December 2019.

#### **11. Contingent Liability**

There are no contingent liabilities at 31 December 2020 or 31 December 2019.

#### **12. Distribution policy**

The Manager is empowered to declare and pay dividends on any class of units in the Trust. The Manager did not declare any dividends during the financial years ended 31 December 2020 or 31 December 2019.

#### **13. Significant Events during the Financial Year**

On 11 March 2020, the Director-General of the World Health Organisation ("WHO") announced that the WHO had assessed the worldwide outbreak of COVID-19 as a pandemic. National governments and supranational organisations in multiple states have taken steps designed to protect their populations from COVID-19, including requiring or encouraging home working, the cancellation of sporting, cultural and other events and restricting or discouraging gatherings of people. COVID-19 has created market turmoil and increased market volatility generally and this has impacted the prices of all asset classes, resulting in an impact to the Net Asset Values of the Funds. Increased market turmoil could also lead to investor redemptions in the Funds. The uncertainty and instability for a prolonged period could have an adverse impact on the Funds' business and there can be no assurance that the risks associated with COVID-19 will not alter significantly the investment portfolio and could lead to investor redemptions.

The Directors of the Manager and the Trust's delegates are closely monitoring the advice and developments relating to the spread of the COVID-19, which is fluid and rapidly changing, but are satisfied that they are able to continue to manage the Funds in line with their risk profile and stated investment strategy.

Isaac Byrd resigned as a Director of the Manager, effective 9 October 2020 and Ryan Hocker was appointed a Director of the Manager, effective 27 October 2020.

Effective 23 November 2020, the Global Fund's expense cap was reduced from 1.6% to 1.15% of the Net Asset Value of the Global Fund.

#### Brexit

The UK formally exited the EU on 31 January 2020 ("Brexit"). The UK and EU entered into a withdrawal agreement which included a transition period lasting until end-2020 during which EU law continued to apply to the UK as if it were a member state. Although the Brexit deal agreed on 24 December 2020 has brought about some political certainty, some aspects remain under discussion. The terms of the UK's future relationship with the EU are uncertain and will depend on how the UK and the EU renegotiate their relationship following Brexit. Given this uncertainty, it is difficult to predict how the UK's withdrawal from the EU will be implemented and what the economic, tax, fiscal, legal, regulatory and other implications will be for the asset management industry and the broader European and global financial markets more generally. The Schedules of Investment provide analysis of the Funds' concentration by geographical distribution and includes the Funds' exposure, if any, to United Kingdom domiciled assets. The Directors of the Manager are satisfied that there is therefore likely to be minimal impact on the Funds, given their operational structure and investment exposure.

There were no other significant events during the financial year ended 31 December 2020.

### 14. Significant Events Since the Financial Year End

On 1 March 2021 it was resolved by the Board of the Manager to liquidate Longleaf Management Company (Ireland) Limited and to commence a transition of Manager to the Trust, to KBA Consulting Management Ltd.

An updated Prospectus was issued on 8 March 2021, which reflects the additional disclosure requirements of the European Commission's Sustainable Finance Disclosure Regulation ("SFDR").

There were no other significant events since the financial year ended 31 December 2020.

### 15. Approval of the Financial Statements

The Board of Directors of the Manager approved these financial statements on 23 April 2021.

# Background to Longleaf Partners Unit Trust

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The Trust is an umbrella type open-ended unit trust established in Ireland as an Undertaking for Collective Investment in Transferable Securities pursuant to the UCITS Regulations. The Trust is organised under a Deed of Trust dated 24 October 2011, as amended and restated on 24 November 2014.

The Trust is organized in the form of an umbrella fund and due to the nature of Trust law, has segregated liability between Funds. The Prospectus provides that there may be more than one class of Units allocated to each Fund. The Trust had obtained the approval of the Central Bank for the establishment of three Funds, namely, the Longleaf Partners Global UCITS Fund ("Global Fund"), the Longleaf Partners U.S. UCITS Fund ("U.S. Fund") and Longleaf Partners Asia Pacific UCITS Fund ("Asia Pacific Fund") (each a "Fund", together the "Funds"). Longleaf Partners U.S. UCITS Fund fully redeemed on 27 March 2018 and the Central Bank's approval for the Longleaf Partners U.S. UCITS Fund was withdrawn on 28 February 2019. Additional Funds may be established by the Trust with the prior approval of the Central Bank. The Global Fund commenced operations on 4 January 2010. The U.S. Fund commenced operations on 9 May 2012. The Asia Pacific Fund commenced operations on 2 December 2014.

At 31 December 2020, the Class I U.S. Dollar, the Class I GBP and the Class I Euro Units of the Global Fund and the Class I U.S. Dollar and the Class I GBP Units of the Asia Pacific Fund were active. Further classes of units may be issued on advance notification to, and in accordance with the requirements of the Central Bank.

The investment objective and policy of the Funds is summarized below. For a complete description of the objectives and policies of the Funds, an investor should read the Prospectus.

## Investment Objective and Policy

### Global Fund

The Global Fund seeks to provide long-term capital growth.

The Fund seeks to achieve its investment objective by purchasing securities of certain companies traded, domiciled or operating in global developed countries which the Investment Manager deems eligible.

The Fund will generally be invested in equity securities of eligible companies. In addition, investments may include collective investment schemes which should give returns in line with the target returns of the Fund. No more than 10% of the Fund's net assets will be invested in collective investment schemes. If investments meeting the Fund's criteria are not available, the Fund may invest the Fund's assets temporarily in obligations of the U.S. government and its agencies, such as treasury bills or treasury bonds or in money market instruments such as commercial papers and certificates of deposit.

No more than 30% of the Fund's net assets will be invested in countries which the Investment Manager considers to be emerging markets.

In addition, and to the extent only that the Investment Manager deems consistent with the investment policies of the Fund, the Fund may utilize financial derivative instruments to enhance investment returns or for the purposes of efficient portfolio management. A Risk Management Process document is on file with the Central Bank in relation to the use of such instruments.

### Minimum Subscription Amount/Minimum Holding

The minimum subscription amount and minimum holding of each Unit Class is as follows:

Classes	Minimum initial application	Minimum Holding
Class I U.S. Dollar Units	US\$1,000,000	US\$100,000
Class I Euro Units	EUR equivalent of US\$1,000,000	EUR equivalent of US\$100,000
Class I GBP Units	GBP equivalent of US\$1,000,000	GBP equivalent of US\$100,000
Class A U.S. Dollar Units	US\$500,000	US\$100,000
Class A Euro Units	EUR equivalent of US\$500,000	EUR equivalent of US\$100,000
Class A Swiss Franc Units	CHF equivalent of US\$500,000	CHF equivalent of US\$100,000

# Background to Longleaf Partners Unit Trust

## Asia Pacific Fund

The investment objective of Longleaf Partners Asia Pacific UCITS Fund is to deliver long-term capital growth.

The Fund seeks to achieve its investment objective primarily by purchasing equity and debt securities of certain companies located in any country or market, including both developed, and emerging markets, in Asia or the Pacific region, including Australia and New Zealand (the “Asia Pacific Region”) which the Investment Manager deems eligible.

The Fund will generally be investing in equity securities of eligible companies. In addition, investments may include collective investment schemes which should give returns in line with the target returns of the Fund. No more than 10% of the Fund’s net assets will be invested in collective investment schemes. If investments meeting the Fund’s criteria are not available, the Fund may invest the Fund’s assets temporarily in obligations of the U.S. government and its agencies, such as treasury bills or treasury bonds or in money market instruments such as commercial paper and certificates of deposit.

In addition, and to the extent only that the Investment Manager deems consistent with the investment policies of the Fund, the Fund may utilize financial derivative instruments to enhance investment returns or for the purposes of efficient portfolio management. A Risk Management Process document is on file with the Central Bank in relation to the use of such instruments.

## Minimum Subscription Amount/Minimum Holding

The minimum subscription amount of each Unit Class is as follows:

Classes	Minimum initial application	Minimum Holding
Class I U.S. Dollar Units	US\$1,000,000	US\$100,000
Class I GBP Units	GBP equivalent of US\$1,000,000	GBP equivalent of US\$100,000

## Calculation of Net Asset Value

The Administrator shall determine the net asset value per unit of each class of the Funds on each dealing day (i.e. each day on which the relevant trading markets in Dublin and New York are open for normal business or as the Directors determine (“Business Day”)) on the basis set forth below and in accordance with the Trust Deed.

The net asset value per unit of the Funds is determined by dividing the net asset value of the relevant class of units in the Funds by the total number of units outstanding in the relevant class of units of the Funds in issue.

The net asset value of the relevant Fund will be equal to all its assets less all of its liabilities as at the valuation point on each Business Day plus any interest accrued on underlying assets between the valuation point and the time of calculation of the net asset value on the dealing day.

# Directory

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**Manager**

Longleaf Management Company (Ireland) Limited  
5 Earlsfort Terrace  
Dublin 2  
Ireland

**Directors of the Manager**

Isaac Byrd (American)\* (resigned 9 October 2020)  
Ryan Hocker (American)\* (appointed 27 October 2020)  
Michael Kirby (Irish) (Chairperson)\*  
Steve McBride (American)\*  
Lisa Martensson (Irish)\*†

**Investment Manager**

Southeastern Asset Management, Inc.  
6410 Poplar Avenue  
Suite 900  
Memphis, TN 38119  
United States of America

**Administrator, Registrar and Transfer Agent**

State Street Fund Services (Ireland) Limited  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

**Depository**

State Street Custodial Services (Ireland) Limited  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

**Legal Advisers as to Irish law**

Dechert  
5 Earlsfort Terrace  
Dublin 2  
Ireland

**Company Secretary**

Dechert Secretarial Limited  
5 Earlsfort Terrace  
Dublin 2  
Ireland

**Swiss Representative and Distributor**

ARM Swiss Representatives SA  
Route de Cité-Ouest 2  
1196 Gland  
Switzerland

**Swiss Paying Agent**

NPB Neue Private Bank AG  
Limmatquai 1  
PO Box 8024 Zurich  
Switzerland

**Independent Auditors**

PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
One Spencer Dock  
North Wall Quay  
Dublin 1  
Ireland

\*Denotes non-executive Directors.

†Denotes Independent Director.



# Information for Investors in Switzerland

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## 1. The Country of Domicile

The country of domicile of the Funds is Ireland.

## 2. Representative in Switzerland

ARM Swiss Representatives SA., Route de Cité-Ouest 2, 1196 Gland, Switzerland is the representative in Switzerland for the Units distributed in Switzerland.

## 3. Paying Agent in Switzerland

NPB Neue Private Bank AG., Limmatquai 1, PO Box 8024 Zurich, Switzerland is the paying agent in Switzerland for the Units distributed in Switzerland.

## 4. Place where the relevant documents may be obtained

The Prospectus, the Key Investor Information Document (KIID), the trust deed as well as the annual, semi-annual reports and a full listing of purchases and sales may be obtained free of charge from the representative in Switzerland.

## 5. Publications

Publications in respect of the Trust and the Funds must be made in Switzerland.

## 6. Performance Data

Details of the net asset value per unit are reported in Note 3 of the financial statements. The Investment Manager's report also contains the cumulative returns for the financial year.

## 7. Total Expense Ratios

The Total Expense Ratios ("TER") are calculated according to the specifications of the "Guidelines on the calculation and disclosure of the TER and PTR" issued by the Swiss Funds & Asset Management Association, SFAMA.

The average Total Expense Ratio table shows the actual operational expenses incurred by the respective Unit Classes of the Funds during the financial year ended 31 December 2020 expressed as an annualised percentage of the average net asset value (NAV) of each Unit Class of that Fund.

	Global Fund	Asia Pacific Fund
<b>Total Expense Ratio</b>		
Class I U.S. Dollar Units	1.29	1.50
Class I Euro Units	1.31	-
Class I GBP Units	1.32	1.51

## Appendix 1 – Remuneration Disclosure (unaudited) / 67

The Manager has implemented a remuneration policy (the “Remuneration Policy”) pursuant to the provisions of the European Union (Undertakings for Collective Investment in Transferable Securities) (Amendment) Regulations 2016 (the “UCITS V Regulations”), which became effective on 18 March 2016. These provisions require management companies, such as the Manager, to establish and apply remuneration policies and practices that promote sound and effective risk management, and do not encourage risk taking which is inconsistent with the risk profile of the UCITS.

The Remuneration Policy is appropriate to the Manager’s size, internal organisation and the nature, scope and complexity of its activities. The Remuneration Policy is available at [ucits.longleafpartners.com](http://ucits.longleafpartners.com) and is reviewed at least annually. No material changes have been made to the Remuneration Policy during the financial reporting period.

The Manager applies the provisions of its Remuneration Policy to its “Identified Staff” being “those categories of staff, including senior management, risk takers and control functions receiving total remuneration that falls within the remuneration bracket of senior management and risk takers whose professional activities have a material impact on the risk profiles of the management companies or of the UCITS that they manage”.

The Manager does not offer performance-related remuneration to its Identified Staff. Some categories of Identified Staff are paid directly by separate entities and do not receive a fee directly from the Manager. The Manager has appropriate arrangements in place to ensure that there is no circumvention of the remuneration rules set forth in the UCITS V Regulations and related guidance issued by ESMA or the Central Bank.

The Manager pays the independent directors a fixed fee per annum. This fee is not related to the performance of the Manager or the Trust. No pension payments are made. A number of factors are included in determining the fee paid including the size and risk profile of the Funds under management and the current market rate for directorships of this nature.

The Manager is required pursuant to the UCITS V Regulations to provide quantitative disclosure of remuneration which is attributed to the Trust. Such disclosure is made in accordance with the Manager’s interpretation of currently available regulatory guidance on quantitative remuneration disclosure and in accordance with the Remuneration Policy as summarised above. As market or regulatory practice develops the Manager may consider it appropriate to alter the method by which the quantitative remuneration disclosure is calculated. Where such changes are made, this may result in the remuneration disclosure not being comparable to disclosure made in previous years.

	Fixed Remuneration	Variable Remuneration	Total Remuneration	Number of Beneficiaries
All Staff	€104,839	Nil	€104,839	5

The aggregate 2020 total remuneration paid to Identified Staff was €104,839, of which €60,000 relates to senior management and €44,839 relates to other Identified Staff.

## Appendix 2 – Securities Financing Transactions Regulation (unaudited)

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Article 13 of Regulation (EU) 2015/2365 on transparency of securities financing transactions (SFTs) and of reuse and amending Regulation (EU) No 648/2012, requires UCITS investment companies to provide the following information in their annual and semi-annual reports, on the use made of SFTs. The SFT's held by the Funds at 31 December 2020 consisted of repurchase agreements as detailed hereunder:

### Global Fund

Fair value	US\$18,469,000
% of Net Assets	19.37%
Counterparty Name	State Street Bank
Counterparty Country of Establishment	U.S.A
Maturity Date	04/01/2021
Settlement	Bilateral
Collateral Description	Collateral: U.S. Treasury Note 0.375% due 31/12/2025 Total collateral value US\$18,838,476.

### Asia Pacific Fund

Fair value	US\$5,272,000
% of Net Assets	6.23%
Counterparty Name	State Street Bank
Counterparty Country of Establishment	U.S.A
Maturity Date	04/01/2021
Settlement	Bilateral
Collateral Description	Collateral: U.S. Treasury Note 0.375% due 31/12/2025 Total collateral value is US\$5,377,477.

### Safekeeping of Collateral

The Funds' repurchase agreements are secured by collateral. State Street Corporation is responsible for the safekeeping of collateral received. The Funds did not reuse collateral received in relation to repurchase agreements. The Funds did not pledge collateral in relation to repurchase agreements.

### Income and Costs

The interest income arising from the repurchase agreements earned by the Funds during the financial year ended 31 December 2020 is US\$22,568 and this represents 100% of the overall returns generated by the repurchase agreements. Transaction costs are embedded in the price of the instruments and are not separately disclosed.