
AUXIER FOCUS FUND

Semi-Annual Report

December 31, 2020
(Unaudited)

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Market Commentary

Global equity markets continued a powerful rally in the fourth quarter. In the US, the S&P 500 returned 12.15%. The swift recovery is surprising, following the worst economic decline in a first quarter since the Great Depression. Remarkable advances have been made with vaccines to address the COVID-19 pandemic; two were recently approved by the Food and Drug Administration (FDA). Normally it takes several years to develop an effective vaccine. The pace of innovation has been astounding. In addition, the global fiscal and monetary response has been the most aggressive in history—nearly triple that of prior downturns. US money supply has been growing over 25% annually, the highest in over 150 years. According to the International Monetary Fund (IMF), governments and central banks globally have provided over \$19 trillion in stimulus in 2020. They forecast 5.5% global gross domestic product (GDP) growth. Bank of America predicts 6% US GDP growth in 2021. Despite these forecasts, over \$15 trillion in bonds are still priced to yield negative returns. Inflation adjusted fixed income markets are very unattractive. The purchasing power risk combined with the potential price declines in a rising rate environment makes the risk/reward in bonds poor. The US dollar tends to depreciate 3% to 4% a year on average.

In the last quarter we have seen an outperformance in many of the beaten down value, cyclical and small cap areas of the market. A stronger economy should lead to better pricing, higher inflation and higher interest rates. The banks were decimated by low interest rates and high loan loss reserves resulting from the pandemic in the first half of the year, but came back to life in the fourth quarter.

With low inventories and strong demand, prices and margins are improving across many industries. We are seeing strong fundamentals in insurance, natural resources, used cars, semitrucks, lumber, farm commodities, etc. Wage gains look likely into 2021 as fast-food employees have been striking and there have been serious efforts by workers to unionize at Amazon. There is a strong push to raise the federal minimum wage. Transportation costs have been increasing as the Baltic Dry Index is up 128% over last year. Since early December, the index increased by nearly 60%. In Europe, 40-foot container shipping rates rose from \$2,150 in November to \$16,500 in January. Online shopping is the rage, but higher shipping costs and record returns are material headwinds. We watch inflation trends carefully as higher inflation and interest rates can compress price/earnings ratios, increasing the threat of “torpedoes” in the portfolio. Highly valued, high expectation stocks and longer-term bonds can be especially vulnerable.

The Millennial generation is quickly becoming the most important focus for many businesses. As of 2019, the number of Millennials reached 72.1 million and finally overtook the Baby Boomer generation in the US. The housing market is primed to begin benefiting from Millennials, with 90% planning to buy someday. The oldest of the generation have recently turned 40. Research by Goldman Sachs found that the peak home-buying age for Millennials is now 45. According to Coldwell Banker, by the year 2030, Millennials will have inherited over \$68 trillion from their parents. We believe this massive generation of wealth will only strengthen the housing market. Pew Research estimates that, due to immigration, the Millennial population will continue to grow, peaking in 2033.

The Digitization of Media

We have seen five years of rapid digitization compress in less than a year. The conversion to streaming in media has been a major disrupter. Large players like Netflix and Disney dominate the streaming conversation, but one player we like that tends to be overlooked is Alphabet’s YouTube, which has over two billion monthly active users watching over a billion videos per day. As YouTube is a free, ad-supported platform it brings substantial traffic and is the world’s most visited website after Google.com.

YouTube is also the second largest search engine in the world, processing more than three billion searches a month. According to Pew Research, 73% of US adults use YouTube. Around 50% of US adults pay for or use a Netflix account. YouTube's reach is immense. According to the Wall Street Journal, YouTube reaches more 24-49 year-old users than all cable channels combined. While YouTube has had a positive impact on Alphabet's earnings, it has also greatly benefited creators, with the number of channels earning six figures growing by 40% every year. Along with YouTube, we also have our eye on the potential growth opportunities that newcomer Discovery+ could bring to the streaming landscape. Discovery, Inc. has been facing headwinds due to cord cutting, and launching their own service could be the spark the company needs to reinvigorate their growth. We see Discovery's focus on unscripted content as a unique offering when compared to the scripted content of other major streaming players which could allow Discovery+ to sit comfortably alongside existing services. With cord cutting only anticipated to accelerate in the future, we like companies like Alphabet and Discovery, Inc. that offer unique streaming products that drive engagement and capitalize on digital entertainment.

Vaccine Update

Developing and distributing an effective vaccine to COVID-19 is a top priority for pharmaceutical companies such as Pfizer, Moderna and Johnson & Johnson (JNJ). While the Pfizer and Moderna vaccines have been given emergency use authorization by the FDA, JNJ's vaccine has not yet been approved. Even though JNJ's vaccine is behind Pfizer's and Moderna's, it does present some clear advantages that could help it become the best vaccine option for many. JNJ's vaccine only requires one dose compared to the two doses required for the Pfizer and Moderna vaccines. A one-dose vaccine will be much easier to distribute around the country in a reasonable amount of time compared to a two-dose vaccine which requires time to pass between each dose. Another significant benefit of JNJ's vaccine is that it is expected to be stable at refrigerated temperatures of 35.6 to 46.4 degrees Fahrenheit. Pfizer's vaccine has more challenging storage needs and must be kept at minus 94 degrees Fahrenheit. This means that JNJ's vaccine will not require new infrastructure to store and transport the vaccine. JNJ estimates that they will be able to produce enough doses to vaccinate 100 million Americans by April. Quick and effective vaccines for COVID-19 are needed to help protect the most vulnerable populations, such as those living and working in nursing homes. Data from early December indicates that about 40% of COVID-19 deaths in the US have been in nursing homes. Since JNJ's vaccine requires fewer doses and can be more easily transported and stored than other vaccines, they may be the best option to treat this vulnerable group. It is estimated these vaccines will need to be taken every year due to the changing mutations. In time, as genetic testing improves, drugs will be better targeted to cure diseases. Today a company called OneOme, co-founded by the Mayo Clinic, offers pharmacogenomic solutions combining genome mapping and precision medicine testing. By building genetic databases specific drugs can be administered, improving the odds for favorable outcomes.

UnitedHealth Group Shows Resilience

The fourth quarter marked the end of a year that demonstrated UnitedHealth's resilience to uncertainties as they were able to grow consistently throughout the year. Revenue for the company has increased every quarter for well over 10 years now as UnitedHealth has been able to keep operating at a high level despite economic disruptions like the financial crisis and the COVID-19 pandemic. UnitedHealth ended the fiscal year with record revenue thanks to the strength of Optum, their information and technology-enabled health services segment. Management expects their cash flow generation will continue to grow and reach \$20-\$21 billion in 2021. UnitedHealth has paid a consistent dividend for the last decade and with a payout ratio of just 30% the company has the flexibility to continue returning capital to shareholders.

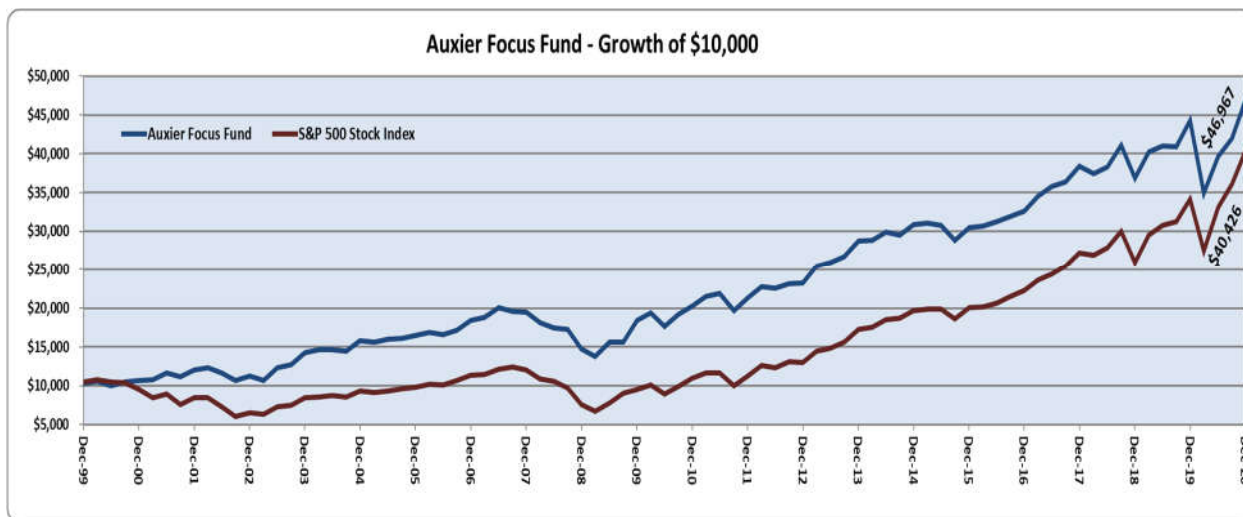
Property Casualty Insurance Seeing A Recovery

The fourth quarter marked an improvement during a tough year for insurance providers as high catastrophe losses and COVID-19 charges impacted profitability. According to Swiss Re, total insurance losses in 2020 were estimated to be \$83 billion, making it the 5th costliest year since 1970. Notable catastrophe events during the quarter included the California wildfires, with losses estimated to be in the \$7 billion to \$13 billion range. The North Atlantic hurricane season saw 30 big storms lead to \$20 billion in claims. Swiss Re's loss estimates do not include claims related to COVID-19, so total losses could be higher, though many insurers have pandemic-related exclusions in their contracts. Insurance companies have been trading at a discount due to investors' fears of the impact of the pandemic, but these exclusions mean that the pandemic has had less of an impact than many investors expected. Travelers, for example, saw their core income grow by 45% over the fourth quarter of 2020 thanks to lower catastrophe claims and an increase in market returns. Exclusions to COVID-related losses helped Travelers beat analyst estimates. The massive catastrophe losses during 2020 will be the driving force of higher pricing in 2021. Pricing in insurance renewals was favorable and is expected to remain positive into 2021. January 1st reinsurance renewals were reported in the 5%-7% range. The US has seen the largest increases, followed by Europe and Asia. Rising primary pricing, low interest rates and increased risk concerns around catastrophes and COVID-19 are driving renewal growth. Strong pricing and lower catastrophe losses compared to 2020 are expected to lead to better profitability going forward. We believe Berkshire Hathaway, Marsh & McLennan, Aon, AIG and Travelers will all benefit from this improved pricing as the worst economic pressures on top lines are likely in the past.

CVS Undervalued After Successful Turnaround

CVS Health Corp is the nation's foremost integrated healthcare services provider. CVS finished 2020 at \$68.30 with projected earnings of \$7.45 per share and a \$2.00 dividend. This gives them a price-to-earnings ratio of slightly over 9x with a dividend yield of 2.93%. New entries into the pharmacy market, such as PillPack from Amazon, have scared investors away despite CVS's long history of success and institutional knowledge. Amazon's approach has been more focused on mail order, not face-to-face, which is a strength of CVS. The same thing happened to grocers in 2017 when Amazon purchased Whole Foods, but over three years later grocers have yet to see much of an impact. Executing in highly competitive markets is often harder than anticipated. Meanwhile CVS is preparing for the future with more vertical integration from the Aetna acquisition. While they dramatically increased their debt with the move, they brought on their CEO-in-waiting, Karen Lynch, while moving into the insurance space. We owned Aetna prior to the acquisition and have been following Karen Lynch for years. She takes over on February 1st and is expected to continue to expand the insurance division of CVS. In the interim, CVS will continue to pay down debt with their tremendous free cash flow, which is expected to break \$10 billion in 2020. While they suspended share buybacks to pay down their debt from the Aetna acquisition, they are expected to hit their goal of 3x debt-to-cash flow sometime this year and could return significant value to shareholders as soon as 2022. All of CVS's performance takes place in the backdrop of the COVID-19 pandemic. In 2020, they were the #1 testing site in the United States and have been working closely with the US government to help facilitate the vaccination of hundreds of millions of Americans in 2021. Nearly 70% of Americans live within 5 miles of a CVS, while over 85% live within 10 miles. Access to healthcare today is a major issue and CVS is determined to improve that access. 10,000 Americans turn 65 every day and it looks like the Biden administration wants to increase both Medicare and Medicaid coverage. With their near ubiquity, as well as their institutional experience delivering vaccines, CVS is likely to play a significant role in the vaccine rollout, exposing millions of new customers to the value CVS can provide. While the headlines might not be as exciting as those of a company like Amazon, CVS has the potential to provide significant returns with the fundamentals to back it up.

Performance Update



Auxier Focus Fund’s Investor Class returned 11.99% in the fourth quarter vs. 12.15% for the cap-weighted S&P 500 Index and 10.73% for the DJIA. The equal-weight S&P 500 returned 18.46%. Emerging markets as measured by the MSCI Emerging Markets Index were up 19.70%. A 60/40 S&P 500 and Bloomberg Barclays US Aggregate blended index returned 7.54% for the quarter. Stocks in the Fund comprised 97.8% of the portfolio. The equity breakdown was 86.1% domestic and 11.7% foreign, with 2.2% in cash and short-term debt instruments. A hypothetical \$10,000 investment in the Fund since inception in July 1999 to December 31, 2020 is now worth \$46,967 vs. \$40,426 for the S&P 500 and \$37,543 for the Russell 1000 Value Index. The equities in the Fund (entire portfolio, not share class specific) have had a cumulative return of 609.59% since inception and the Fund as a whole has had a cumulative return of 369.66% vs. 304.26% for the S&P. This was achieved with an average exposure to the market of 80.4% over the entire period.

Auxier Focus Fund – Investor Class
Average Annual Total Returns (12/31/2020)
Since Inception (07/09/1999) 7.47%
10-year 8.79%
5-year 9.04%
1-year 6.03%
3-month 11.99%

Performance data quoted represents past performance and is no guarantee of future results. Current performance may be lower or higher than the performance data quoted. Investment return and principal value will fluctuate so that an investor's shares, when redeemed, may be worth more or less than original cost. As stated in the current prospectus, the Fund's Investor Class Share's annual operating expense (gross) is 1.10%. The Fund's adviser has contractually agreed to waive a portion of its fee and/or reimburse Fund expenses to limit total annual operating expenses at 0.92%, which is in effect until October 31, 2021. Other share classes may vary. The Fund charges a 2.0% redemption fee on shares redeemed within 180 days of purchase. For the most recent month-end performance, please call (877) 328-9437 or visit the Adviser's website at www.auxierasset.com. The Fund recently experienced significant negative short-term performance due to market volatility associated with the COVID-19 pandemic.

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A MESSAGE TO OUR SHAREHOLDERS
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Contributors to the period: Our outlook on a cross section of positions with a positive impact on the portfolio for the period ended 12/31/2020.

Bank of America Corp. (BAC)

Bank of America's performance continued to be below 2019 levels as revenues have been pressured by low interest rates and expenses have been elevated due to COVID-related costs. However, performance improved sequentially in the second half of 2020. One area that has benefited during the pandemic is Bank of America's digital usage. The company has seen over 2.3 billion quarterly digital banking logins. Over 70% of checks are now deposited digitally on the Bank of America platform. The company's partnership payment service, Zelle, now has 12.2 million active users and their most recent data shows transfers are up 88%. Management will continue to invest in the digital side of their business as they believe many users will prefer digital banking even after the pandemic has passed. Bank of America holds the #1 position in the US deposit market, with 85% of deposit transactions being made digitally.

Discovery, Inc. Series A (DISCA)

Revenue growth for Discovery slowed in 2020 due to reductions in TV advertising and cord-cutting, but future growth looks promising with the launch of their new streaming service Discovery+. Advertising currently makes up 50% of the company's revenue so management is hoping that the launch of Discovery+ will begin to shift their revenue mix. Discovery currently has over 800 million monthly viewers around the world and has the #1 TV portfolio based on hours watched in the US. Management is confident that their service will be a good supplement to larger players like Disney+ and Netflix since Discovery+ will be the only major streaming service focused solely on unscripted content. Discovery expects 2021 to have the highest expenses for the streaming service due to the need to acquire new users, but expenses will decrease as the service scales. Along with investing in their digital offerings, Discovery generated over \$3 billion in free cash flow this past year for a 7% free cash flow yield.

Security	% Assets
Mastercard, Inc., Class A	6.7%
UnitedHealth Group, Inc.	5.9%
Microsoft Corp.	5.2%
Medtronic PLC	4.1%
PepsiCo., Inc.	3.8%
Johnson & Johnson	3.3%
Philip Morris International	3.0%
Visa, Inc.	2.8%
Bank of New York Mellon Corp.	2.7%
Kroger Co.	2.6%

CAE, Inc. (CAE)

CAE is the global leader in training for civil and defense aviation. It is a much lower risk way to play the eventual turn in travel. Earlier in 2020, CAE suspended operations in over half their civil training facilities, however all previously suspended locations have now been re-opened. This provided a tremendous bargain price in their stock. Management stated that they are now seeing recoveries in training utilization, particularly in business aviation training. After the Boeing 737 problems, pilot training is emphasized to a much greater degree. Management is confident that they will be able to recover once global travel gets closer to pre-COVID levels. Over 60% of CAE's business comes from recurring business and long-term agreements with many airlines and defense forces. The company's total backlog currently stands at over \$8 billion.

Citigroup, Inc. (C)

Citigroup is selling for less than 80% of tangible book value. As stock buybacks resume, they are in a position to add tremendous value. A stronger global economy should lead to a reduction and further releasing of reserves and higher rates will benefit the record low net interest margin. Consensus estimates for Citigroup's 2021 and 2022 earnings per share are \$6.44 and \$8.03, respectively. At nine times earnings the stock trades at a 60% discount to the market.

Detractors to the period: Our outlook on a cross section of portfolio positions with a negative return for the period ended 12/31/20:

Microsoft Corp. (MSFT)

One of the largest companies in the world by market capitalization, Microsoft has managed to continue to grow and thrive despite the pandemic. The stock returned over 40% in 2020 behind strong growth from their Office suite of products, cloud businesses and gaming. Their cloud computing service, Azure, grew 48% last quarter. The work-from-home movement helped increase demand for their products as it further accelerated the trend towards digitization. Microsoft has invested heavily in the gaming industry with their Xbox system and their recent acquisition of ZeniMax Media. The gaming industry is already larger than the film industry and the global sport sector combined and is projected to continue its explosive growth over the coming years. Despite their investments

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Microsoft is still flexible with cash, cash equivalents and short-term investments of nearly \$138 billion as of their most recent quarter.

Kroger Co. (KR)

Kroger is incredibly cheap compared to its peers. While Kroger's price-to-earnings ratio is under 10, Walmart is over 20 and Target is over 25. In addition, Kroger's dividend yield is substantially higher at 2.3% compared to Walmart's 1.5% and Target's 1.5%. Kroger's price is depressed despite a strong year as people shopped more due to stay-at-home orders. While many still view Kroger as a traditional brick-and-mortar grocer, they have been successfully digitizing their business and currently trail only Walmart in online grocery sales. They plan to open their first automated fulfillment center in early 2021. Kroger has also started ramping up their preparations for the rollout of the vaccines. As one of the leading distributors of the influenza vaccine, they have extensive experience and their 2,200 pharmacies and 220 clinics could prove vital in the effort to vaccinate hundreds of millions of Americans over the coming months.

Mastercard Inc. (MA)

While they are still below pre-COVID-19 expectations, Mastercard has continued to see purchases increase after the abrupt drop off in March. The hardest hit unit has been cross-border transactions which was down 36% last quarter. However, cross-border transactions are likely to rebound quickly once COVID-19 restrictions are lifted and business starts to return to normal. In the meantime, Mastercard has focused on returning value to shareholders while maintaining a flexible balance sheet. In the third quarter alone, they repurchased 6.5 million shares for \$2.1 billion while still finishing the quarter with over \$10 billion in cash and cash equivalents. Mastercard also announced a 10% dividend increase in December to \$0.44 per share.

Merck & Co. (MRK)

Merck has the second largest research budget of the major pharmaceutical companies. Oncology sales continue to grow over 26%. The company is refocusing on vaccines, hospital acute care, animal health and oncology. They are spinning off the biosimilars, woman's health and legacy brands into a new company called Organon. Merck estimates that the pandemic has so far negatively impacted revenue by over \$2 billion due to reduced access to health care providers and reduction in demand for some of their vaccines. Despite these headwinds, they are on track for full-year revenue growth and a robust oncology and virology pipeline. Merck trades at a very cheap 13 times earnings, almost a 40% discount to the overall market. I first bought Merck in 1983 during the personal computer IPO frenzy where more than 30 personal computer companies went public. Over 90% failed to survive, yet Merck with a heavy emphasis on R&D is still going strong.

In Closing

The recent speculation in markets is nothing new. Charles Mackay's book *Extraordinary Popular Delusions and the Madness of Crowds* published in 1841 was one of the first investment books I read back in the early 1980s. Human behavior, especially in groups, can be crazy at times. "Easy money" contributes to momentum that detaches from reality and underlying cash flows. We are always ready to take advantage of bargains that result from irrationality and forced liquidations resulting from excessive borrowed money. There is an old saying that "financial genius is leverage in an up market." In declining markets leverage takes you out of the game fast. Back in 1999 internet mutual funds had doubled in a year and were out of business within three years. From 1995-2000 the Nasdaq climbed 456% but then crashed 80% to end up back where it started. Steep losses can really interrupt the compounding of returns. We see the same kind of downside in many story-stocks that have been riding momentum as the emphasis is on revenue growth to the exclusion of other value yardsticks. High prices and group behavior tend to attract a constituency that is often devoid of rational thought and behavior. We never lose sight of the power of the compounded return over long periods and the necessity of a persistent research effort to mitigate risk. If you drop 50% you need to recover 100% to break even and if you drop 90% you need to gain 1000% to break even. Although securities markets in the US have been good the past several years, they can have periods of flat performance like 1999-2009. During that decade, the S&P 500 returned a cumulative -4.27% while the Auxier Focus Fund returned a cumulative 83.67%. We tend to add the most value in those kinds of difficult periods.

We appreciate your trust.

Jeff Auxier

Fund returns (i) assume the reinvestment of all dividends and capital gain distributions and (ii) would have been lower during the period if certain fees and expenses had not been waived. Performance shown is for the Fund's Investor Class shares; returns for other share classes will vary. Performance for Investor Class shares for periods prior to December 10, 2004 reflects performance of the applicable share class of Auxier Focus Fund, a series of Unified Series Trust (the "Predecessor Fund"). Prior to January 3, 2003, the Predecessor Fund was a series of Ameriprime Funds. The performance of the Fund's Investor Class shares for the period prior to December 10, 2004 reflects the expenses of the Predecessor Fund.

The Fund may invest in value and/or growth stocks. Investments in value stocks are subject to risk that their intrinsic value may never be realized and investments in growth stocks may be susceptible to rapid price swings, especially during periods of economic uncertainty. In addition, the Fund may invest in mid-sized companies which generally carry greater risk than is customarily associated with larger companies. Moreover, if the Fund's portfolio is overweighted in a sector, any negative development affecting that sector will have a greater impact on the Fund than a fund that is not overweighted in that sector. An increase in interest rates typically causes a fall in the value of a debt security (Fixed-Income Securities Risk) with corresponding changes to the Fund's value.

Fund holdings and sector allocations are subject to change and should not be considered a recommendation to buy or sell any security.

The S&P 500 Index is a broad-based, unmanaged measurement of changes in stock market conditions based on 500 market-capitalization-weighted widely held common stocks. The Dow Jones Industrial Average is a price weighted index designed to represent the stock performance of large, well-known U.S. companies within the utilities industry. The S&P 500 Equal Weight Index (EWI) is the equal-weight version of the widely used S&P 500. The index includes the same constituents as the capitalization weighted S&P 500, but each company in the S&P 500 EWI is allocated a fixed weight (0.2%) of the index total at each quarterly rebalance. The MSCI Emerging Market Index captures mid and large caps across more than two dozen emerging market countries. The index is a float-adjusted market capitalization index and represents 13% of global market capitalization. The Russell 1000 Value Index refers to a composite of large and mid-cap companies located in the United States that also exhibit a value probability. The Russell 1000 Value is published and maintained by FTSE Russell. The 60/40 Hybrid of S&P 500 and Bloomberg Barclays U.S. Aggregate Bond Index is a blend of 60% S&P 500 Composite Index and 40% Barclays U.S. Aggregate Bond Index, as calculated by the adviser, and is not available for direct investment. The Baltic Dry Index (BDI) is a shipping and trade index created by the London-based Baltic Exchange. It measures changes in the cost of transporting various raw materials, such as coal and steel. One cannot invest directly in an index or average.

Cash flow is the net amount of cash and cash-equivalents being transferred into and out of a business.

An initial public offering (IPO) refers to the process of offering shares of a private corporation to the public in a new stock issuance.

Free cash flow (FCF) represents the cash a company generates after accounting for cash outflows to support operations and maintain its capital assets.

The price-to-earnings ratio (P/E ratio) is the ratio for valuing a company that measures its current share price relative to its per-share earnings (EPS).

Free cash flow yield is a financial solvency ratio that compares the free cash flow per share a company is expected to earn against its market value per share. The ratio is calculated by taking the free cash flow per share divided by the current share price.

Earnings per share (EPS) is calculated as a company's profit divided by the outstanding shares of its common stock.

The dividend yield, expressed as a percentage, is a financial ratio (dividend/price) that shows how much a company pays out in dividends each year relative to its stock price

Book value is the value of a security or asset as entered in a company's books.

Nasdaq: The Nasdaq Composite Index is the market capitalization-weighted index of over 2,500 common equities listed on the Nasdaq stock exchange.

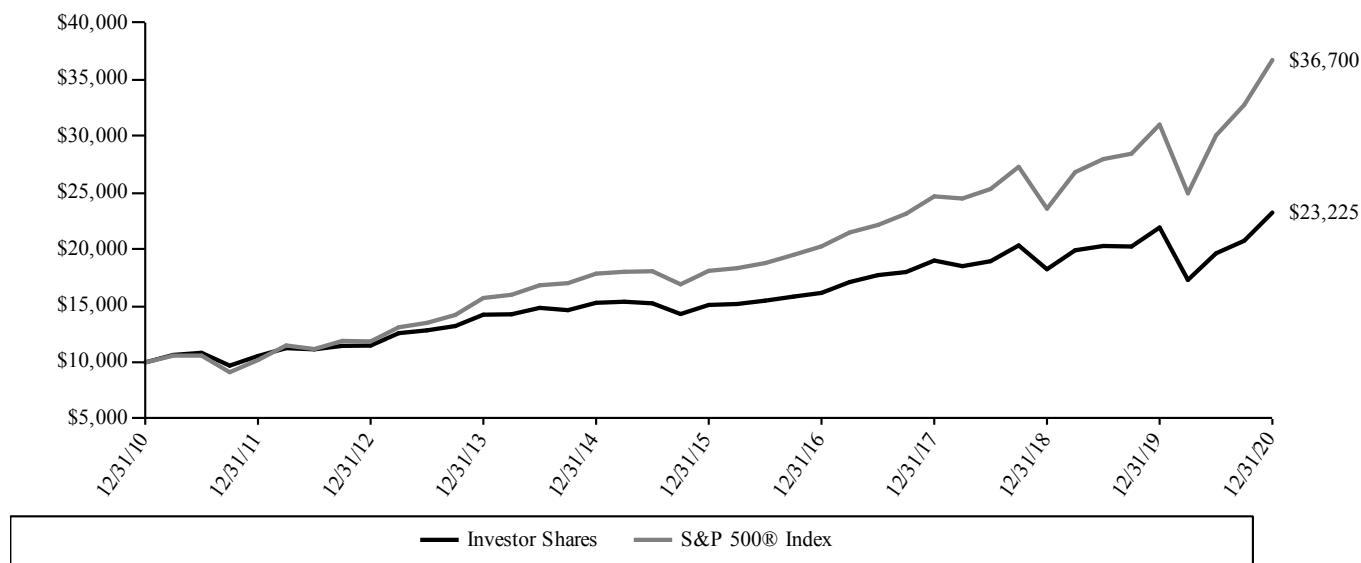
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The views in this shareholder letter were those of the Fund Manager as of the letter's publication date and may not reflect his views on the date this letter is first distributed or anytime thereafter. These views are intended to assist readers in understanding the Fund's investment methodology and do not constitute investment advice.

AUXIER FOCUS FUND
PERFORMANCE CHART AND ANALYSIS
DECEMBER 31, 2020

The following chart reflects the change in the value of a hypothetical \$10,000 investment in Investor Shares, including reinvested dividends and distributions, in the Auxier Focus Fund (the “Fund”) compared with the performance of the benchmark, the S&P 500 Index (“S&P 500”), over the past ten fiscal years. The S&P 500 is a broad-based measurement of the U.S. stock market based on the performance of 500 widely held large capitalization common stocks. The total return of the Fund’s classes includes the maximum sales charge of 5.75% (A Shares only) and operating expenses that reduce returns, while the total return of the S&P 500 does not include the effect of sales charges and expenses. A Shares are subject to a 1.00% contingent deferred sales charge on shares purchased without an initial sales charge and redeemed less than one year after purchase. The total return of the index includes the reinvestment of dividends and income. The total return of the Fund includes operating expenses that reduce returns, while the total return of the index does not include expenses. The Fund is professionally managed, while the index is unmanaged and is not available for investment.

**Comparison of Change in Value of a \$10,000 Investment
Investor Shares vs. S&P 500 Index**



Average Annual Total Returns
Periods Ended December 31, 2020

	One Year	Five Years	Ten Years	Since Inception ⁽¹⁾
Investor Shares	6.03%	9.04%	8.79%	7.47%
S&P 500® Index (Since July 9, 1999)	18.40%	15.22%	13.88%	6.72%
A Shares (with sales charge) ⁽²⁾⁽³⁾	-0.38%	7.47%	8.00%	7.10%
Institutional Shares ⁽³⁾	6.16%	9.21%	8.97%	7.55%

⁽¹⁾ Institutional, A Shares and Investor Shares commenced operations on May 9, 2012, July 8, 2005 and July 9, 1999, respectively.

⁽²⁾ Due to shareholder redemptions on August 21, 2005, net assets of the class were zero from the close of business on that date until September 22, 2005. Financial information presented for the period August 21, 2005 to September 22, 2005 reflects performance of Investor Shares of the Fund.

⁽³⁾ For Institutional Shares, performance for the 10-year and since inception periods are blended average annual returns which include the returns of the Investor Shares prior to commencement of operations of the Institutional Shares. For A Shares, performance for the since inception period is a blended average annual return which includes the return of the Investor Shares prior to commencement of operations of the A Shares.

Performance data quoted represents past performance and is no guarantee of future results. Current performance may be lower or higher than the performance data quoted. Investment return and principal value will fluctuate so that shares, when redeemed, may be worth more or less than original cost. As stated in the Fund’s prospectus, the annual operating expense ratios (gross) for Investor Shares, A Shares and Institutional Shares are 1.10%, 1.51% and 1.10%, respectively. However, the Fund’s Adviser has contractually agreed to waive its fee and/or reimburse Fund expenses to limit Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement (excluding all taxes, interest, portfolio transaction expenses, dividend expenses on short sales, and extraordinary expenses) to 0.92%, 1.25% and 0.80% of the Investor Shares, A Shares and Institutional Shares, respectively, through October 31, 2021 (the “Expense Cap”). The Expense Cap may be raised or eliminated only with the consent of the Board of Trustees. The Adviser may be reimbursed by the Fund for fees waived and expenses reimbursed by the Adviser pursuant to the Expense Cap if such payment is made within three years of the fee waiver or expense reimbursement and does not cause the Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement to exceed the lesser of (i) the then-current Expense Cap and (ii) the Expense Cap in place at the time the fees/expenses were waived/reimbursed. Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement will increase if exclusions from the Expense Cap apply. Shares redeemed or exchanged within 180 days of purchase will be charged a 2.00% redemption fee. The performance table and graph do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares. Returns greater than one year are annualized. For the most recent month-end performance, please call (877) 328-9437 or visit www.auxierasset.com.

Performance for Investor Shares for periods prior to December 10, 2004, reflects performance and expenses of Auxier Focus Fund, a series of Unified Series Trust (the “Predecessor Fund”). Prior to January 3, 2003, the Predecessor Fund was a series of Ameriprime Funds.

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SCHEDULE OF INVESTMENTS
DECEMBER 31, 2020

Principal	Security Description	Rate	Maturity	Value	Investments at Value	Level 1	Level 2	Level 3	Total
Corporate Non-Convertible Bonds - 0.9%					Common Stock				
Financials - 0.7%					Communication Services	\$ 1,886,183	\$ -	\$ -	\$ 1,886,183
\$ 200,000	American Express Co. (callable at 100) ^{(b)(c)}	3.50%	09/15/68	\$ 195,174	Consumer Cyclical	3,706,523	-	-	3,706,523
500,000	JPMorgan Chase & Co. (callable at 100) ^{(b)(c)}	4.63	11/01/22	496,832	Consumer Discretionary	17,803,072	-	-	17,803,072
500,000	The Goldman Sachs Group, Inc. (callable at 100) ^{(b)(c)}	5.00	11/10/22	506,250	Consumer Staples	40,833,987	-	-	40,833,987
400,000	Truist Financial Corp. (callable at 100) ^{(b)(c)}	5.13	06/15/49	429,500	Energy	5,339,657	-	-	5,339,657
				<u>1,627,756</u>	Financials	54,738,217	-	-	54,738,217
					Health Care	63,573,947	-	-	63,573,947
					Industrials	10,979,665	-	-	10,979,665
					Information Technology	21,542,709	-	-	21,542,709
					Materials	9,097,396	-	-	9,097,396
					Telecommunications	173,063	-	-	173,063
					Transportation	647,564	-	-	647,564
					Corporate Non-Convertible Bonds	-	2,045,585	-	2,045,585
					Investments at Value	\$ 230,321,983	\$ 2,045,585	\$ -	\$ 232,367,568
Industrials - 0.2%					PORTFOLIO HOLDINGS				
450,000	General Electric Co. (callable at 100) ^{(b)(c)}	5.00	01/21/21	417,829	% of Total Net Assets				
					Communication Services				0.8%
					Consumer Cyclical				1.6%
					Consumer Discretionary				7.6%
					Consumer Staples				17.3%
					Energy				2.3%
					Financials				23.3%
					Health Care				27.0%
					Industrials				4.7%
					Information Technology				9.1%
					Materials				3.8%
					Telecommunications				0.1%
					Transportation				0.3%
					Corporate Non-Convertible Bonds				0.9%
					Other Assets & Liabilities, Net				1.2%
									<u>100.0%</u>
Total Corporate Non-Convertible Bonds (Cost \$2,000,431)					2,045,585				
Investments, at value - 98.8% (Cost \$107,767,129)					\$ 232,367,568				
Other Assets & Liabilities, Net - 1.2%					2,843,387				
Net Assets - 100.0%					\$ 235,210,955				
ADR	American Depositary Receipt								
LIBOR	London Interbank Offered Rate								
PLC	Public Limited Company								
(a)	Non-income producing security.								
(b)	Variable or adjustable rate security, the interest rate of which adjusts periodically based on changes in current interest rates. Rate represented is as of December 31, 2020.								
(c)	Perpetual maturity security.								

The following is a summary of the inputs used to value the Fund's investments as of December 31, 2020.

The inputs or methodology used for valuing securities are not necessarily an indication of the risks associated with investing in those securities. For more information on valuation inputs, and their aggregation into the levels used in the table below, please refer to the Security Valuation section in Note 2 of the accompanying Notes to Financial Statements.

AUXIER FOCUS FUND
STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2020

ASSETS	
Investments, at value (Cost \$107,767,129)	\$ 232,367,568
Cash	2,939,254
Receivables:	
Fund shares sold	10,828
Dividends and interest	413,751
Prepaid expenses	19,525
Total Assets	<u>235,750,926</u>
LIABILITIES	
Payables:	
Fund shares redeemed	252,312
Distributions payable	107,056
Accrued Liabilities:	
Investment Adviser fees	119,515
Trustees' fees and expenses	823
Fund services fees	26,114
Other expenses	34,151
Total Liabilities	<u>539,971</u>
NET ASSETS	<u>\$ 235,210,955</u>
COMPONENTS OF NET ASSETS	
Paid-in capital	\$ 111,084,205
Distributable earnings	<u>124,126,750</u>
NET ASSETS	<u>\$ 235,210,955</u>
SHARES OF BENEFICIAL INTEREST AT NO PAR VALUE (UNLIMITED SHARES AUTHORIZED)	
Investor Shares	5,484,017
A Shares	129,773
Institutional Shares	4,260,437
NET ASSET VALUE, OFFERING AND REDEMPTION PRICE PER SHARE*	
Investor Shares (based on net assets of \$129,191,152)	<u>\$ 23.56</u>
A Shares (based on net assets of \$3,120,919)	<u>\$ 24.05</u>
A Shares Maximum Public Offering Price Per Share (net asset value per share/(100%-5.75%))	<u>\$ 25.52</u>
Institutional Shares (based on net assets of \$102,898,884)	<u>\$ 24.15</u>

AUXIER FOCUS FUND
STATEMENT OF OPERATIONS
SIX MONTHS ENDED DECEMBER 31, 2020

INVESTMENT INCOME	
Dividend income (Net of foreign withholding taxes of \$19,294)	\$ 2,306,699
Interest income	51,868
Total Investment Income	<u>2,358,567</u>
EXPENSES	
Investment Adviser fees	878,170
Fund services fees	154,511
Transfer agent fees:	
Investor Shares	27,114
A Shares	617
Institutional Shares	5,055
Distribution fees:	
A Shares	3,690
Custodian fees	11,477
Registration fees:	
Investor Shares	7,986
A Shares	2,314
Institutional Shares	8,134
Professional fees	25,737
Trustees' fees and expenses	4,890
Other expenses	89,446
Total Expenses	1,219,141
Fees waived	<u>(253,435)</u>
Net Expenses	<u>965,706</u>
NET INVESTMENT INCOME	<u>1,392,861</u>
NET REALIZED AND UNREALIZED GAIN (LOSS)	
Net realized gain (loss) on:	
Investments	(501,458)
Foreign currency transactions	10
Net realized loss	<u>(501,448)</u>
Net change in unrealized appreciation (depreciation) on investments	<u>36,043,962</u>
NET REALIZED AND UNREALIZED GAIN	<u>35,542,514</u>
INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	<u>\$ 36,935,375</u>

AUXIER FOCUS FUND
STATEMENTS OF CHANGES IN NET ASSETS

	For the Six Months Ended December 31, 2020		For the Year Ended June 30, 2020	
		Shares		Shares
OPERATIONS				
Net investment income	\$ 1,392,861		\$ 3,146,015	
Net realized gain (loss)	(501,448)		3,957,269	
Net change in unrealized appreciation (depreciation)	36,043,962		(15,070,059)	
Increase (Decrease) in Net Assets Resulting from Operations	<u>36,935,375</u>		<u>(7,966,775)</u>	
DISTRIBUTIONS TO SHAREHOLDERS				
Investor Shares	(3,012,681)		(8,128,004)	
A Shares	(59,813)		(151,099)	
Institutional Shares	(2,336,853)		(5,663,780)	
Total Distributions Paid	<u>(5,409,347)</u>		<u>(13,942,883)</u>	
CAPITAL SHARE TRANSACTIONS				
Sale of shares:				
Investor Shares	1,995,905	89,922	6,856,973	326,470
A Shares	—	—	338,878	16,867
Institutional Shares	1,972,791	86,372	11,009,653	484,969
Reinvestment of distributions:				
Investor Shares	2,896,793	123,711	7,658,790	336,765
A Shares	57,709	2,423	146,537	6,342
Institutional Shares	2,260,120	94,164	5,465,117	234,913
Redemption of shares:				
Investor Shares	(6,910,628)	(311,458)	(25,909,544)	(1,258,506)
A Shares	(134,463)	(6,065)	(146,650)	(7,145)
Institutional Shares	(3,137,948)	(139,875)	(10,458,283)	(486,997)
Redemption fees:				
Investor Shares	986	—	8,095	—
A Shares	20	—	163	—
Institutional Shares	735	—	5,838	—
Decrease in Net Assets from Capital Share Transactions	<u>(997,980)</u>	<u>(60,806)</u>	<u>(5,024,433)</u>	<u>(346,322)</u>
Increase (Decrease) in Net Assets	<u>30,528,048</u>		<u>(26,934,091)</u>	
NET ASSETS				
Beginning of Period	<u>204,682,907</u>		<u>231,616,998</u>	
End of Period	<u>\$ 235,210,955</u>		<u>\$ 204,682,907</u>	

AUXIER FOCUS FUND
FINANCIAL HIGHLIGHTS

These financial highlights reflect selected data for a share outstanding throughout each period.

	For the Six Months Ended December 31, 2020	For the Years Ended June 30,				
	2020	2020	2019	2018	2017	2016
INVESTOR SHARES						
NET ASSET VALUE, Beginning of Period	\$ 20.39	\$ 22.34	\$ 22.25	\$ 21.95	\$ 19.69	\$ 20.50
INVESTMENT OPERATIONS						
Net investment income (a)	0.13	0.29	0.28	0.26	0.23	0.21
Net realized and unrealized gain (loss)	3.60	(0.87)	1.18	1.28	2.59	0.08
Total from Investment Operations	3.73	(0.58)	1.46	1.54	2.82	0.29
DISTRIBUTIONS TO SHAREHOLDERS FROM						
Net investment income	(0.30)	(0.29)	(0.30)	(0.25)	(0.23)	(0.20)
Net realized gain	(0.26)	(1.08)	(1.07)	(0.99)	(0.33)	(0.90)
Total Distributions to Shareholders	(0.56)	(1.37)	(1.37)	(1.24)	(0.56)	(1.10)
REDEMPTION FEES(a)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)
NET ASSET VALUE, End of Period	\$ 23.56	\$ 20.39	\$ 22.34	\$ 22.25	\$ 21.95	\$ 19.69
TOTAL RETURN	18.31%(c)	(3.17)%	7.08%	6.97%	14.55%	1.58%
RATIOS/SUPPLEMENTARY DATA						
Net Assets at End of Period (000s omitted)	\$ 129,191	\$ 113,810	\$ 137,995	\$ 161,032	\$ 185,363	\$ 203,921
Ratios to Average Net Assets:						
Net investment income	1.21%(d)	1.34%	1.25%	1.14%	1.11%	1.10%
Net expenses	0.93%(d)	0.95%	0.98%	0.98%	1.03%	1.14%
Gross expenses (e)	1.10%(d)	1.10%	1.11%	1.10%	1.16%	1.30%
PORTFOLIO TURNOVER RATE	0%(c)	2%	3%	3%	5%	6%

- (a) Calculated based on average shares outstanding during each period.
(b) Less than \$0.01 per share.
(c) Not annualized.
(d) Annualized.
(e) Reflects the expense ratio excluding any waivers and/or reimbursements.

AUXIER FOCUS FUND
FINANCIAL HIGHLIGHTS

These financial highlights reflect selected data for a share outstanding throughout each period.

	For the Six Months Ended December 31, 2020	For the Years Ended June 30,				
	2020	2020	2019	2018	2017	2016
A SHARES SHARES						
NET ASSET VALUE, Beginning of Period	\$ 20.76	\$ 22.70	\$ 22.56	\$ 22.23	\$ 19.90	\$ 20.64
INVESTMENT OPERATIONS						
Net investment income (a)	0.10	0.23	0.22	0.20	0.19	0.19
Net realized and unrealized gain (loss)	3.66	(0.89)	1.21	1.29	2.61	0.09
Total from Investment Operations	3.76	(0.66)	1.43	1.49	2.80	0.28
DISTRIBUTIONS TO SHAREHOLDERS FROM						
Net investment income	(0.21)	(0.20)	(0.22)	(0.17)	(0.14)	(0.12)
Net realized gain	(0.26)	(1.08)	(1.07)	(0.99)	(0.33)	(0.90)
Total Distributions to Shareholders	(0.47)	(1.28)	(1.29)	(1.16)	(0.47)	(1.02)
REDEMPTION FEES(a)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)
NET ASSET VALUE, End of Period	\$ 24.05	\$ 20.76	\$ 22.70	\$ 22.56	\$ 22.23	\$ 19.90
TOTAL RETURN(c)	18.12%(d)	(3.47)%	6.80%	6.68%	14.28%	1.49%
RATIOS/SUPPLEMENTARY DATA						
Net Assets at End of Period (000s omitted)	\$ 3,121	\$ 2,770	\$ 2,664	\$ 2,782	\$ 2,797	\$ 2,698
Ratios to Average Net Assets:						
Net investment income	0.90%(e)	1.06%	0.98%	0.87%	0.91%	0.94%
Net expenses	1.25%(e)	1.25%	1.25%	1.25%	1.25%	1.25%
Gross expenses (f)	1.52%(e)	1.51%	1.53%	1.44%	1.54%	1.61%
PORTFOLIO TURNOVER RATE	0%(d)	2%	3%	3%	5%	6%

- (a) Calculated based on average shares outstanding during each period.
(b) Less than \$0.01 per share.
(c) Total Return does not include the effect of front end sales charge or contingent deferred sales charge.
(d) Not annualized.
(e) Annualized.
(f) Reflects the expense ratio excluding any waivers and/or reimbursements.

AUXIER FOCUS FUND
FINANCIAL HIGHLIGHTS

These financial highlights reflect selected data for a share outstanding throughout each period.

	For the Six Months Ended December 31, 2020	For the Years Ended June 30,				
	2020	2020	2019	2018	2017	2016
INSTITUTIONAL SHARES						
NET ASSET VALUE, Beginning of Period	\$ 20.88	\$ 22.81	\$ 22.66	\$ 22.29	\$ 19.96	\$ 20.74
INVESTMENT OPERATIONS						
Net investment income (a)	0.15	0.33	0.33	0.31	0.28	0.25
Net realized and unrealized gain (loss)	3.68	(0.88)	1.19	1.30	2.61	0.08
Total from Investment Operations	3.83	(0.55)	1.52	1.61	2.89	0.33
DISTRIBUTIONS TO SHAREHOLDERS FROM						
Net investment income	(0.30)	(0.30)	(0.30)	(0.25)	(0.23)	(0.21)
Net realized gain	(0.26)	(1.08)	(1.07)	(0.99)	(0.33)	(0.90)
Total Distributions to Shareholders	(0.56)	(1.38)	(1.37)	(1.24)	(0.56)	(1.11)
REDEMPTION FEES(a)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)
NET ASSET VALUE, End of Period	\$ 24.15	\$ 20.88	\$ 22.81	\$ 22.66	\$ 22.29	\$ 19.96
TOTAL RETURN	18.36%(c)	(3.00)%	7.24%	7.20%	14.72%	1.74%
RATIOS/SUPPLEMENTARY DATA						
Net Assets at End of Period (000s omitted)	\$ 102,899	\$ 88,103	\$ 90,958	\$ 71,644	\$ 59,518	\$ 42,969
Ratios to Average Net Assets:						
Net investment income	1.35%(d)	1.51%	1.43%	1.34%	1.32%	1.27%
Net expenses	0.80%(d)	0.80%	0.80%	0.80%	0.86%	1.00%
Gross expenses (e)	1.10%(d)	1.10%	1.10%	1.10%	1.16%	1.31%
PORTFOLIO TURNOVER RATE	0%(c)	2%	3%	3%	5%	6%

- (a) Calculated based on average shares outstanding during each period.
(b) Less than \$0.01 per share.
(c) Not annualized.
(d) Annualized.
(e) Reflects the expense ratio excluding any waivers and/or reimbursements.

Note 1. Organization

The Auxier Focus Fund (the “Fund”) is a diversified portfolio of Forum Funds (the “Trust”). The Trust is a Delaware statutory trust that is registered as an open-end, management investment company under the Investment Company Act of 1940, as amended (the “Act”). Under its Trust Instrument, the Trust is authorized to issue an unlimited number of the Fund’s shares of beneficial interest without par value.

The Fund currently offers three classes of shares: Investor Shares, A Shares and Institutional Shares. A Shares are offered at net asset value plus a maximum sales charge of 5.75%. A Shares are also subject to contingent deferred sales charge (“CDSC”) of 1.00% on purchases without an initial sales charge and redeemed less than one year after they are purchased. Investor Shares and Institutional Shares are not subject to a sales charge. Investor Shares, A Shares and Institutional Shares commenced operations on July 9, 1999, July 8, 2005 and May 9, 2012, respectively. The Fund’s investment objective is to provide long-term capital appreciation.

Note 2. Summary of Significant Accounting Policies

The Fund is an investment company and follows accounting and reporting guidance under Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) Topic 946, “Financial Services – Investment Companies.” These financial statements are prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”), which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities at the date of the financial statements, and the reported amounts of increases and decreases in net assets from operations during the fiscal period. Actual amounts could differ from those estimates. The following summarizes the significant accounting policies of the Fund:

Security Valuation – Securities are valued at market prices using the last quoted trade or official closing price from the principal exchange where the security is traded, as provided by independent pricing services on each Fund business day. In the absence of a last trade, securities are valued at the mean of the last bid and ask price provided by the pricing service. Debt securities may be valued at prices supplied by a fund’s pricing agent based on broker or dealer supplied valuations or matrix pricing, a method of valuing securities by reference to the value of other securities with similar characteristics such as rating, interest rate and maturity. Shares of non-exchange traded open-end mutual funds are valued at net asset value (“NAV”). Short-term investments that mature in sixty days or less may be valued at amortized cost.

The Fund values its investments at fair value pursuant to procedures adopted by the Trust’s Board of Trustees (the “Board”) if (1) market quotations are not readily available or (2) the Adviser, as defined in Note 4, believes that the values available are unreliable. The Trust’s Valuation Committee, as defined in the Fund’s registration statement, performs certain functions as they relate to the administration and oversight of the Fund’s valuation procedures. Under these procedures, the Valuation Committee convenes on a regular and ad hoc basis to review such investments and considers a number of factors, including valuation methodologies and significant unobservable inputs, when arriving at fair value.

The Valuation Committee may work with the Adviser to provide valuation inputs. In determining fair valuations, inputs may include market-based analytics that may consider related or comparable assets or liabilities, recent transactions, market multiples, book values and other relevant investment information. Adviser inputs may include an income-based approach in which the anticipated future cash flows of the investment are discounted in determining fair value. Discounts may also be applied based on the nature or duration of any restrictions on the disposition of the investments. The Valuation Committee performs regular reviews of valuation methodologies, key inputs and assumptions, disposition analysis and market activity.

Fair valuation is based on subjective factors and, as a result, the fair value price of an investment may differ from the security’s market price and may not be the price at which the asset may be sold. Fair valuation could result in a different NAV than a NAV determined by using market quotes.

GAAP has a three-tier fair value hierarchy. The basis of the tiers is dependent upon the various “inputs” used to determine the value of the Fund’s investments. These inputs are summarized in the three broad levels listed below:

Level 1 - Quoted prices in active markets for identical assets and liabilities.

Level 2 - Prices determined using significant other observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.). Short-term securities with maturities of sixty days or less are valued at amortized cost, which approximates market value, and are categorized as Level 2 in the hierarchy. Municipal securities, long-term U.S. government obligations and corporate debt securities are valued in accordance with the evaluated price supplied by a pricing service and generally categorized as Level 2 in the hierarchy. Other securities that are categorized as Level 2 in the hierarchy include, but are not limited to, warrants that do not trade on an exchange, securities valued at the mean between the last reported bid and ask quotation and international equity securities valued by an independent third party with adjustments for changes in value between the time of the securities' respective local market closes and the close of the U.S. market.

Level 3 - Significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments).

The aggregate value by input level, as of December 31, 2020, for the Fund's investments is included at the end of the Fund's Schedule of Investments.

Security Transactions, Investment Income and Realized Gain and Loss – Investment transactions are accounted for on the trade date. Dividend income is recorded on the ex-dividend date. Foreign dividend income is recorded on the ex-dividend date or as soon as possible after determining the existence of a dividend declaration after exercising reasonable due diligence. Income and capital gains on some foreign securities may be subject to foreign withholding taxes, which are accrued as applicable. Interest income is recorded on an accrual basis. Premium is amortized to the next call date above par and discount is accreted to maturity using the effective interest method. Identified cost of investments sold is used to determine the gain and loss for both financial statement and federal income tax purposes.

Foreign Currency Translations – Foreign currency amounts are translated into U.S. dollars as follows: (1) assets and liabilities at the rate of exchange at the end of the respective period; and (2) purchases and sales of securities and income and expenses at the rate of exchange prevailing on the dates of such transactions. The portion of the results of operations arising from changes in the exchange rates and the portion due to fluctuations arising from changes in the market prices of securities are not isolated. Such fluctuations are included with the net realized and unrealized gain or loss on investments.

Distributions to Shareholders – The Fund declares any dividends from net investment income and pays them annually. Any net capital gains and net foreign currency gains realized by the Fund are distributed at least annually. Distributions to shareholders are recorded on the ex-dividend date. Distributions are based on amounts calculated in accordance with applicable federal income tax regulations, which may differ from GAAP. These differences are due primarily to differing treatments of income and gain on various investment securities held by the Fund, timing differences and differing characterizations of distributions made by the Fund.

Federal Taxes – The Fund intends to continue to qualify each year as a regulated investment company under Subchapter M of Chapter 1, Subtitle A, of the Internal Revenue Code of 1986, as amended (“Code”), and to distribute all of its taxable income to shareholders. In addition, by distributing in each calendar year substantially all of its net investment income and capital gains, if any, the Fund will not be subject to a federal excise tax. Therefore, no federal income or excise tax provision is required. The Fund files a U.S. federal income and excise tax return as required. The Fund's federal income tax returns are subject to examination by the Internal Revenue Service for a period of three fiscal years after they are filed. As of December 31, 2020, there are no uncertain tax positions that would require financial statement recognition, de-recognition or disclosure.

Income and Expense Allocation – The Trust accounts separately for the assets, liabilities and operations of each of its investment portfolios. Expenses that are directly attributable to more than one investment portfolio are allocated among the respective investment portfolios in an equitable manner.

The Fund's class-specific expenses are charged to the operations of that class of shares. Income and expenses (other than expenses attributable to a specific class) and realized and unrealized gains or losses on investments are allocated to each class of shares based on the class' respective net assets to the total net assets of the Fund.

Redemption Fees – A shareholder who redeems or exchanges shares within 180 days of purchase will incur a redemption fee of 2.00% of the current NAV of shares redeemed or exchanged, subject to certain limitations. The fee is charged for the benefit of the remaining shareholders and will be paid to the Fund to help offset transaction costs. The fee is accounted for as an addition to paid-in capital. The Fund reserves the right to modify the terms of or terminate the fee at any time. There are limited exceptions to

the imposition of the redemption fee. Redemption fees incurred for the Fund, if any, are reflected on the Statements of Changes in Net Assets.

Commitments and Contingencies – In the normal course of business, the Fund enters into contracts that provide general indemnifications by the Fund to the counterparty to the contract. The Fund’s maximum exposure under these arrangements is dependent on future claims that may be made against the Fund and, therefore, cannot be estimated; however, based on experience, the risk of loss from such claims is considered remote. The Fund has determined that none of these arrangements requires disclosure on the Fund’s balance sheet.

Note 3. Cash – Concentration in Uninsured Account

For cash management purposes, the Fund may concentrate cash with the Fund’s custodian. This typically results in cash balances exceeding the Federal Deposit Insurance Corporation (“FDIC”) insurance limits. As of December 31, 2020, the Fund had \$2,698,254 at MUFG Union Bank, N.A. that exceeded the FDIC insurance limit.

Note 4. Fees and Expenses

Investment Adviser – Auxier Asset Management LLC (the “Adviser”) is the investment Adviser to the Fund. Pursuant to an investment advisory agreement, the Adviser receives an advisory fee, payable monthly, from the Fund at an annual rate of 0.80% of the Fund’s average daily net assets.

Distribution – Foreside Fund Services, LLC serves as the Fund’s distributor (the “Distributor”). The Distributor is not affiliated with the Adviser or Atlantic Fund Administration, LLC, a wholly owned subsidiary of Apex US Holdings, LLC (d/b/a Apex Fund Services) (“Apex”) or their affiliates. The Fund has adopted a Distribution Plan (the “Plan”) for A Shares of the Fund in accordance with Rule 12b-1 of the Act. Under the Plan, the Fund pays the Distributor and/or any other entity as authorized by the Board a fee of up to 0.25% of the average daily net assets of A Shares. The Distributor has no role in determining the investment policies or which securities are to be purchased or sold by the Trust or its Funds.

For the period ended December 31, 2020, there were no front-end sales charges assessed on the sale of A Shares and no contingent deferred sales charges were assessed on the sale of A Shares.

Other Service Providers – Apex provides fund accounting, fund administration, compliance and transfer agency services to the Fund. The fees related to these services are included in Fund services fees within the Statement of Operations. Apex also provides certain shareholder report production and EDGAR conversion and filing services. Apex provides a Principal Executive Officer, a Principal Financial Officer, a Chief Compliance Officer and an Anti-Money Laundering Officer to the Fund, as well as certain additional compliance support functions.

Trustees and Officers – Each Independent Trustee’s annual retainer is \$31,000 (\$41,000 for the Chairman), and the Audit Committee Chairman receives an additional \$2,000 annually. The Trustees and Chairman may receive additional fees for special Board meetings. Each Trustee is also reimbursed for all reasonable out-of-pocket expenses incurred in connection with his or her duties as a Trustee, including travel and related expenses incurred in attending Board meetings. The amount of Trustees’ fees attributable to the Fund is disclosed in the Statement of Operations. Certain officers of the Trust are also officers or employees of the above named service providers, and during their terms of office received no compensation from the Fund.

Note 5. Expense Reimbursement and Fees Waived

The Adviser has contractually agreed to waive its fee and/or reimburse Fund expenses to limit Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement (excluding all taxes, interest, portfolio transaction expenses, dividend expenses on short sales, and extraordinary expenses) to 0.92%, 1.25% and 0.80% of the Investor Shares, A Shares and Institutional Shares, respectively, through at least October 31, 2021. Prior to November 1, 2020, the expense cap for Investor Shares was 0.94% of average daily assets. These contractual waivers may only be raised or eliminated with consent of the Board. Other fund service providers have voluntarily agreed to waive a portion of their fees. These voluntary reductions may be reduced or eliminated at any time. For the period ended December 31, 2020, the fees waived and expenses reimbursed were as follows:

AUXIER FOCUS FUND
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2020

<u>Investment Adviser Fees Waived</u>	<u>Investment Adviser Expenses Reimbursed</u>	<u>Other Waivers</u>	<u>Total Fees Waived and Expenses Reimbursed</u>
\$ 109,770	\$ 98,851	\$ 44,814	\$ 253,435

The Adviser may be reimbursed by the Fund for fees waived and expenses reimbursed by the Adviser pursuant to the Expense Cap if such payment is made within three years of the fee waiver or expense reimbursement, and does not cause the Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement to exceed the lesser of (i) the then-current expense cap, or (ii) the expense cap in place at the time the fees/expenses were waived/reimbursed. As of December 31, 2020, \$939,041 is subject to recapture by the Adviser. Other Waivers are not eligible for recoupment.

Note 6. Security Transactions

The cost of purchases and proceeds from sales of investment securities (including maturities), other than short-term investments, during the period ended December 31, 2020, totaled \$1,272,284 and \$870,010.

Note 7. Federal Income Tax

As of December 31, 2020, cost for federal income tax purposes is substantially the same as for financial statement purposes and net unrealized appreciation consists of:

Gross Unrealized Appreciation	\$ 133,310,262
Gross Unrealized Depreciation	<u>(8,709,823)</u>
Net Unrealized Appreciation	<u>\$ 124,600,439</u>

As of June 30, 2020, distributable earnings (accumulated loss) on a tax basis were as follows:

Undistributed Ordinary Income	\$ 1,498,733
Undistributed Long-Term Gain	2,495,852
Unrealized Appreciation	<u>88,606,137</u>
Total	<u>\$ 92,600,722</u>

The difference between components of distributable earnings on a tax basis and the amounts reflected in the Statement of Assets and Liabilities are primarily due to wash sales and equity return of capital.

Note 8. Subsequent Events

The global outbreak of the COVID-19 virus has caused negative effects on many companies, sectors, countries, regions, and financial markets in general, and uncertainty exists as to its long-term implications. The effects of the pandemic may adversely impact the Fund's assets and performance. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Management has evaluated the need for additional disclosures and/or adjustments resulting from subsequent events. Based on this evaluation, no additional disclosures or adjustments were required to the financial statements as of the date the financial statements were issued.

Investment Advisory Agreement Approval

At the December 11, 2020 Board meeting, the Board, including the Independent Trustees, considered the approval of the continuance of the investment advisory agreement between the Adviser and the Trust pertaining to the Fund (the “Advisory Agreement”). In preparation for its deliberations, the Board requested and reviewed written responses from the Adviser to a due diligence questionnaire circulated on the Board's behalf concerning the services provided by the Adviser. The Board also discussed the materials with Fund counsel and, as necessary, with the Trust's administrator, Apex Fund Services. During its deliberations, the Board received an oral presentation from the Adviser, and was advised by Trustee counsel.

At the meeting, the Board reviewed, among other matters: (1) the nature, extent and quality of the services provided to the Fund by the Adviser, including information on the investment performance of the Fund and Adviser; (2) the costs of the services provided and profitability to the Adviser of its relationship with the Fund; (3) the advisory fee and net expense ratio of the Fund compared to a relevant peer group of funds; (4) the extent to which economies of scale may be realized as the Fund grows and whether the advisory fee enables the Fund's investors to share in the benefits of economies of scale; and (5) other benefits received by the Adviser from its relationship with the Fund. In addition, the Board recognized that the evaluation process with respect to the Adviser was an ongoing one and, in this regard, the Board considered information provided by the Adviser at regularly scheduled meetings during the past year.

Nature, Extent and Quality of Services

Based on written materials received, a presentation from a senior representative of the Adviser, and a discussion with the Adviser about the Adviser's personnel, operations and financial condition, the Board considered the quality of services provided by the Adviser under the Advisory Agreement. In this regard, the Board considered information regarding the experience, qualifications and professional background of the portfolio manager and other personnel at the Adviser providing services to the Fund, as well as the investment philosophy and decision-making process of the Adviser and the capability and integrity of the Adviser's senior management and staff.

The Board considered also the adequacy of the Adviser's resources. The Board noted the Adviser's representations that the firm is in stable financial condition, that the firm is able to meet its expense reimbursement obligations to the Fund, and that the Adviser has the operational capability and the necessary staffing and experience to continue providing high-quality investment advisory services to the Fund. Based on the presentation and the materials provided by the Adviser in connection with the Board's consideration of the renewal of the Advisory Agreement, among other relevant factors, the Board concluded that, overall, it was satisfied with the nature, extent and quality of services provided to the Fund under the Advisory Agreement.

Performance

In connection with a presentation by the Adviser regarding its approach to managing the Fund, the Board reviewed the performance of the Fund compared to its primary benchmark index. The Board observed that the Fund underperformed the S&P 500 Index, the Fund's primary benchmark index, for the one-, three-, five-, and 10-year periods ended September 30, 2020, and outperformed the benchmark for the period since the Fund's inception on July 9, 1999. The Board also considered the Fund's performance relative to an independent peer group of funds identified by Broadridge Financial Solutions, Inc. (“Broadridge”) as having characteristics similar to the Fund. The Board observed that the Fund underperformed the median of its Broadridge peer group for the one-, three-, and five-year periods ended September 30, 2020. The Board noted the Adviser's representation that the Fund's underperformance relative to the benchmark index could be attributed, in part, to the Adviser's conservative approach to asset allocation, which tends to underperform the benchmark index during years of upward trending markets, and to the Fund's material cash position, which is designed to result in preservation of capital in all markets. The Board noted the Adviser's representation that the Fund seeks capital appreciation over the long-term and that, in the Adviser's view, the Fund executed its investment objective without taking on undue risk, as evidenced by the Fund having outperformed its benchmark index since its inception on both a cumulative and average annual basis. Based on the Adviser's investment style and the foregoing performance information, among other applicable considerations, the Board determined that the Fund and its shareholders could benefit from the Adviser's continued management of the Fund.

Compensation

The Board evaluated the Adviser's compensation for providing advisory services to the Fund and analyzed comparative information on actual advisory fee rates and net expense ratios in the Fund's Broadridge peer group. The Board noted that the Adviser's actual advisory fee rate and the Fund's actual total expenses were each higher than the median of its Broadridge peer group, though the Board noted that the actual advisory fee rates and actual total expense ratios for each of the Broadridge peers, including the Fund, were closely aligned. The Board also noted the Adviser's representation that it had lowered the contractual advisory fee and the expense caps applicable to certain classes of shares within the last several years, including a lowering of the expense cap for the Investor Class shares in September 2019 and again in September 2020. Based on the foregoing and other relevant factors, the Board concluded that the Adviser's advisory fee rate charged to the Fund was reasonable.

Cost of Services and Profitability

The Board considered information provided by the Adviser regarding the costs of services and its profitability with respect to the Fund. In this regard, the Board considered the Adviser's resources devoted to the Fund, as well as the Adviser's discussion of costs and profitability. Based on these and other applicable considerations, the Board concluded that the Adviser's profits attributable to management of the Fund were reasonable in the context of all factors considered.

Economies of Scale

The Board considered whether the Fund would benefit from any economies of scale. In this regard, the Board considered the Fund's fee structure, asset size, and net expense ratio. The Board noted the Adviser's representation that the Fund could potentially benefit from economies of scale at higher asset levels but that, in light of the Fund's current asset levels and because the Adviser was already waiving a portion of its contractual advisory fee in order to keep the Fund's expenses at or below the agree-upon expense cap, the Adviser was not proposing breakpoints in the advisory fee at this time. The Board also observed that the Adviser had lowered the contractual advisory fee and expense caps applicable to certain classes of shares within the last several fiscal years. Based on the foregoing information and other applicable considerations, and in light of the size of the Fund, the Board determined that the asset level of the Fund was not consistent with the existence of material economies of scale.

Other Benefits

The Board noted the Adviser's representation that, aside from its contractual advisory fees, it does not benefit in a material way from its relationship with the Fund. Based on the foregoing representation, the Board concluded that other benefits received by the Adviser from its relationship with the Fund were not a material factor in approving the continuation of the Advisory Agreement.

Conclusion

The Board did not identify any single factor as being of paramount importance, and different Trustees may have given different weight to different factors. The Board reviewed a memorandum from Fund counsel discussing the legal standards applicable to its consideration of the Advisory Agreement. Based on its review, including consideration of each of the factors referenced above, the Board determined, in the exercise of its reasonable business judgment, that the advisory arrangement, as outlined in the Advisory Agreement, was fair and reasonable in light of the services performed, expenses incurred and such other matters as the Board considered relevant.

Liquidity Risk Management Program

The Fund has adopted and implemented a written liquidity risk management program, as required by Rule 22e-4 (the "Liquidity Rule") under the Investment Company Act of 1940, as amended. The liquidity risk management program is reasonably designed to assess and manage the Fund's liquidity risk, taking into consideration, among other factors, the Fund's investment strategy and the liquidity of the portfolio investments during normal and reasonably foreseeable stressed conditions; its short and long-term cash flow projections and its cash holdings and access to other funding sources.

The Board approved the designation of the Trust's Valuation Committee as the administrator of the liquidity risk management program (the "Program Administrator"). The Program Administrator is responsible for the administration and oversight of the

program and for reporting to the Board on at least an annual basis regarding, among other things, the program's operation, adequacy, and effectiveness. The Program Administrator assessed the Fund's liquidity risk profile based on information gathered for the period June 1, 2019 through June 30, 2020 in order to prepare a written report to the Board for review at its meeting held on September 11, 2020.

The Program Administrator's written report stated that: (i) the Fund is able to meet redemptions in normal and reasonably foreseeable stressed conditions and without significant dilution of remaining shareholders' interests in the Fund; (ii) the Fund's strategy is appropriate for an open-end mutual fund; (iii) the liquidity classification determinations regarding the Fund's portfolio investments, which take into account a variety of factors and may incorporate analysis from one or more third-party data vendors, remained appropriate; (iv) the Fund did not approach the internal triggers set forth in the liquidity risk management program or the regulatory percentage limitation (15%) on holdings in illiquid investments; (v) it continues to be appropriate to not set a "highly liquid investment minimum" for the Fund because the Fund primarily holds "highly liquid investments"; and (vi) the liquidity risk management program remains reasonably designed and adequately implemented to prevent violations of the Liquidity Rule. The report also reviewed the changes to the Program since its inception. No significant liquidity events impacting the Fund or proposed changes to the Program were noted in the report.

Proxy Voting Information

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to securities held in the Fund's portfolio is available, without charge and upon request, by calling (877) 328-9437 and on the SEC's website at www.sec.gov. The Fund's proxy voting record for the most recent twelve-month period ended June 30 is available, without charge and upon request, by calling (877) 328-9437 and on the SEC's website at www.sec.gov.

Availability of Quarterly Portfolio Schedules

The Fund files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-PORT. Forms N-PORT are available free of charge on the SEC's website at www.sec.gov.

Shareholder Expense Example

As a shareholder of the Fund, you incur two types of costs: (1) transaction costs, including sales charges (loads) on purchase payments on certain classes, redemption fees, exchange fees and CDSC fees, and (2) ongoing costs, including management fees, 12b-1 fees, and other Fund expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Fund, and to compare these costs with the ongoing costs of investing in other mutual funds.

The example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period from July 1, 2020 through December 31, 2020.

Actual Expenses – The first line of the table below provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during the period.

Hypothetical Example for Comparison Purposes – The second line under each share class of the table below provides information about hypothetical account values and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of other funds.

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Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transactional costs, such as sales charges (loads) on purchase payments on certain classes, redemption fees, exchange fees, and CDSC fees. Therefore, the second line of the table is useful in comparing ongoing costs only and will not help you determine the relative total costs of owning different funds. In addition, if these transactional costs were included, your costs would have been higher.

	Beginning Account Value July 1, 2020	Ending Account Value December 31, 2020	Expenses Paid During Period*	Annualized Expense Ratio*
Investor Shares				
Actual	\$ 1,000.00	\$ 1,183.09	\$ 5.12	0.93%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,020.52	\$ 4.74	0.93%
A Shares				
Actual	\$ 1,000.00	\$ 1,181.24	\$ 6.87	1.25%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,018.90	\$ 6.36	1.25%
Institutional Shares				
Actual	\$ 1,000.00	\$ 1,183.59	\$ 4.40	0.80%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,021.17	\$ 4.08	0.80%

* Expenses are equal to the Fund's annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half-year (184) divided by 365 to reflect the half-year period.

AUXIER FOCUS FUND

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This report is submitted for the general information of the shareholders of the Fund. It is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus, which includes information regarding the Fund's risks, objectives, fees and expenses, experience of its management, and other information.