
AUXIER FOCUS FUND

Annual Report

June 30, 2023

Fund Adviser:

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Market Commentary

Moderating inflation has been a positive tailwind for stock valuations, boosting price-earnings ratios even though earnings growth has generally been mediocre. The S&P 500 cap-weighted index gained 19.59% for the year ended June 30, 2023, while the equal weight returned 13.76%. The Russell 1000 Value Index gained 11.54%, the Dow Jones Industrial Average returned 14.23% while the Lipper Balanced Funds Index declined -6.04%. Since the first part of June there has been a noticeable broadening of the market breadth as the US economy has improved with GDP up 2%. Coincidentally, at the end of May short interest was near a 30-year high. Savers are finally enjoying the sharp increase in Treasury yields. For years interest on deposits was close to zero. Since March 2022 the Federal Reserve Board (the Fed) has raised rates by 5%. On \$5 trillion this is a meaningful increase in household cash flow and should continue to support consumer spending. Home equity is a positive. The average US homeowner has more than \$274,000 in equity vs \$182,000 pre-pandemic with most mortgages fixed rate. More than 40% of all US mortgages were originated in 2020 or 2021 when the pandemic drove rates to historic lows. The unemployment rate fell to 3.6% in June and has been below 4% for 17 consecutive months. When people are working, they are spending. In addition, fiscal stimulus from the Inflation Reduction Act and CHIPS Act has increased construction in semiconductor plants, batteries and clean energy. US manufacturing construction spending hit an annualized \$194 billion in May, up 76% year-over-year. Cheap natural gas prices, the rule of law and reshoring of supply chains have also contributed to strong investment flows into the US and away from China and Russia. Americans continue to spend on leisure, cross border travel and experiences. Travel to Europe is thriving. Global defense industry fundamentals are positive. The excitement surrounding Artificial Intelligence (AI) is reinvigorating tech spending, offsetting poor personal computer and smart phone trends. So far it is a perfect storm for large scale, cash-rich technology leaders as it takes massive investment to build out AI infrastructure. This should boost new product demand for the mega-cap tech leaders in the US like Meta, Microsoft, Alphabet, Amazon, Nvidia and Oracle. As a result, the Nasdaq Composite increased by 13.1% for the quarter and recorded its best first half of the year since 1983, up 32.3%. This was the strongest half-year performance that the index has had since the peak of the tech bubble in the second half of 1999. The NASDAQ trades at 46 times earnings vs 113 in 2000 and Japan 83 times in 1990. Off that inflated price level Japan's market declined from over 38000 to 7500 in the following twenty years.

Insurance Rates on the Rise

US property and casualty insurers have responded to elevated inflation and higher natural catastrophe losses with rate increases. Insured damages topped \$90 billion in each of the past three years. Mid-year global reinsurance rates increased between 20% on average to 50% and higher for catastrophe-exposed risks. The Guy Carpenter US Rate on Line (ROL) Index reached all-time highs at the start of 2023 as reinsurance premiums have surged following a tough year in 2022. Along with higher premiums, record investment returns are also driving growth in the industry. Higher premium rates and investment yields are expected to lead to improved return on equity for

US insurers in both 2023 and 2024 compared to 2022. The Swiss Re Group estimates a sector return on equity (ROE) of 8% in 2023 and 9.5% in 2024, up from 2.5% in 2022. The reinsurance company also estimates industry premium growth of 7.5% in 2023 and 5.5% in 2024. We recently attended the May Berkshire Hathaway annual meeting. A big takeaway was how aggressive Vice Chairman of Insurance Operations Ajit Jain—one of the industry’s most talented and disciplined underwriters—took up property cat exposure 50% in April. He said, “We have written as much as our capacity will allow us to write” amid attractive April 1 prices. This kind of pricing tailwind should benefit our insurance holdings Berkshire Hathaway, Marsh & McLennan, Travelers, AIG, AON and Ryan.

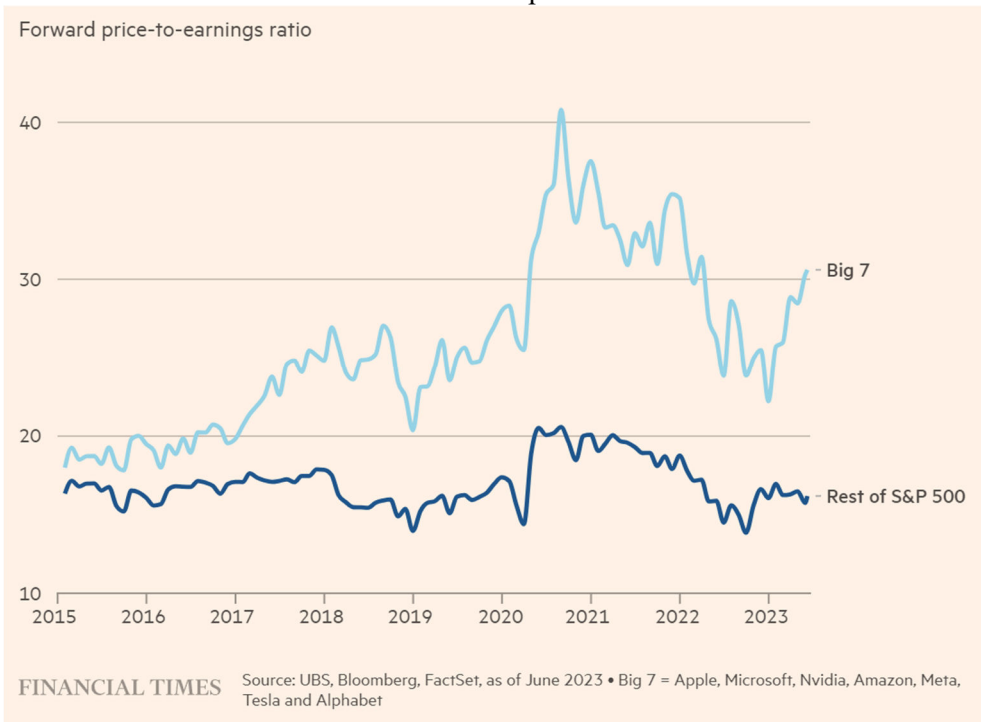
Digitization Providing Opportunities for Global Players

Digitization trends have been increasing significantly over the years which has led to new opportunities for businesses with the scale and reach to take advantage. Use of cash continues to decline in favor of digital forms of payment like credit cards and mobile wallets. In 2022, Pew Research found that 41% of Americans said they don’t use cash for any of their purchases in a typical week, up from 24% in 2015. According to the Federal Reserve, only 6% of in-store transaction value is from cash. Payment processors like Mastercard and Visa have been some of the biggest beneficiaries of this shift away from cash and will likely remain a vital part of the digital global economy. Mastercard has a goal of connecting over 1 billion individuals to the digital economy by 2025. Digitization is also leading to a more connected world which also benefits these payment processors. Mastercard generated nearly 65% of their revenue in 2022 from international regions. Visa depends more on their domestic business but still generates over 40% of their revenue internationally. Booking Holdings is another global operator that we like. Booking was one of the earliest companies to take advantage of the digital revolution and has since grown into one of the largest travel companies in the world. The company has built a global network of over 400,000 hotels, motels and resorts and over 2.3 million homes, apartments and alternative accommodations in more than 220 countries. After seeing significant declines during the pandemic, Booking Holdings’ revenue has since surpassed pre-pandemic levels. Travel has been recovering. The TSA screened the highest number of passengers in history on June 30 which surpassed the previous high on November 27, 2019. Booking is also embracing new digital innovations by implementing an AI trip planner using OpenAI’s language model technology that will allow users to plan and book their travel in a conversational manner. We like businesses with a global reach that are continually looking to use new technologies to innovate and expand their services.

Index Concentration Poses Risk for Passive Management

While the rally in the markets is good news, most of this growth has come off the back of a very small number of companies from the technology and communications sectors. Investors have been flooding into a select few names that are driving most of the growth in the S&P 500. According to the Financial Times, Apple, Microsoft, Alphabet, Amazon, Nvidia, Tesla and Meta accounted for 29.5% of the S&P 500’s total market cap in June. The explosion of growth in these seven names has brought the index to its most concentrated level since the 1970s. This kind of

concentration can lead to overvaluation compared to the rest of the market as shown in this chart. Those who rely



on passively managed funds are seeing less diversity which can put them at a higher risk as passive funds are forced to increase their holdings in the top names. While these big tech companies have been excellent performers, relying too much on a small pool of investments can lead to the potential of magnified drawdowns. New competitors could arise at any time in the technology space and threaten existing leaders.

During the dot-com bubble

the tech-heavy Nasdaq Composite fell 77% from its high in March 2000 to its low in September, 2002. I remember in May of 2000 when the Fed raised rates to 6.5%, the speculative party was over. The index also fell by 40% in the 2008 financial crisis and took over six years to reach a new high. Without the ability to diversify holdings, passive funds have few options to defend against large downswings in uncertain or declining economic conditions.

Lessons Learned Since 1982

Don't underestimate the value proposition of founder-led businesses. It takes incredible tenacity and grit to survive in today's business environment. Some examples include Jim Sinegal (Costco), Sam Walton (Walmart), John Maccarone (Textainer), Warren Buffett (Berkshire), Elon Musk (Tesla) and Jensen Huang (Nvidia). You want the managers who love the business more than money. So often we put businesses in quantitative boxes without truly understanding the heart and soul of the enterprise.

No Shortcuts in Risk Management

Over the years we have seen numerous business failures as companies have tried to automate risk management with the use of models, algorithms and artificial intelligence. Shortcuts, especially in due diligence, can be devastating. Portfolio insurance in 1987 contributed to the 22% one-day crash in equities. Long-Term Capital Management in 1998, with more PhDs on staff than any investment firm globally, utilized leveraged mathematical models that failed and blew up the firm. Zillow used algorithmic house pricing to flip homes and missed on critical cost inputs, which led to massive losses and a shutdown of the operation. More recently the spectacular failures of Silicon Valley Bank, First Republic and Signature Bank underscores the need for hands-on, nitty gritty attention to the details. These banks wiped out decades of hard work in hours due to flawed risk management.

More on Artificial Intelligence

Artificial Intelligence (AI) has dominated the headlines in 2023 generating significant investment in the space by companies like Microsoft, Alphabet and Meta. The Fund's largest holding is Microsoft. Earlier this year it was reported that Microsoft's investment into ChatGPT creator OpenAI had increased to \$13 billion. Microsoft recently announced 365 Copilot which will bring generative AI capabilities to their Office suite. Wells Fargo analyst Michael Turrin believes that AI-driven demand and integration into Microsoft's products and cloud services could lead to over \$30 billion in new annual revenue for the company. Meta has stated that in 2023 they expect to spend \$33 billion on expanding AI capabilities. Research from PwC estimates that AI could contribute up to \$15.7 trillion to the global economy by 2030. Another technology company that has seen a boost from the rise in demand for AI is Oracle, whose cloud business recently reached an all-time-high quarterly revenue. Oracle has benefited from strong and consistent leadership as its co-founder continues to serve the company and its shareholders as CTO and Chairman of the Board. We like founder-led companies that maintain their commitment to investing in growth for the long term. The buzz surrounding this new technology has boosted tech companies to new highs, but it can also present risks if valuations get out of hand and exciting stories overshadow sound fundamentals. Many of the potential applications are still in their infancy and it remains to be seen if analysts' optimistic estimates will come to fruition.

Contributors

While Microsoft was the biggest position and largest overall contributor in the Fund, several other smaller positions performed better. Arcos Dorados, the largest McDonald's franchisee in Latin America, had very strong fundamental sales growth during the period, achieving their 5th consecutive quarter of double-digit revenue growth and outperforming their parent by over fourfold. Molson Coors is enjoying strong sales from an upheaval in the beer market. Lincoln Educational trains electricians for Tesla and CEO Scott Shaw is really executing. Alphabet has been a leader and investor in AI since 2014 and has an undervalued media asset in YouTube. D.R. Horton and Lowe's in homebuilding—52% of the US housing stock is now over 40 years old. Medical procedures are coming back which helps medical device companies like Zimmer, a leader in reconstruction of hips and knees. Insurance pricing is up and coverage is growing to the benefit of insurers AIG, Marsh & McLennan, Ryan and Berkshire Hathaway. Meta has corrected capital allocation mistakes and was a big winner but a very low weight in the Fund.

Detractors

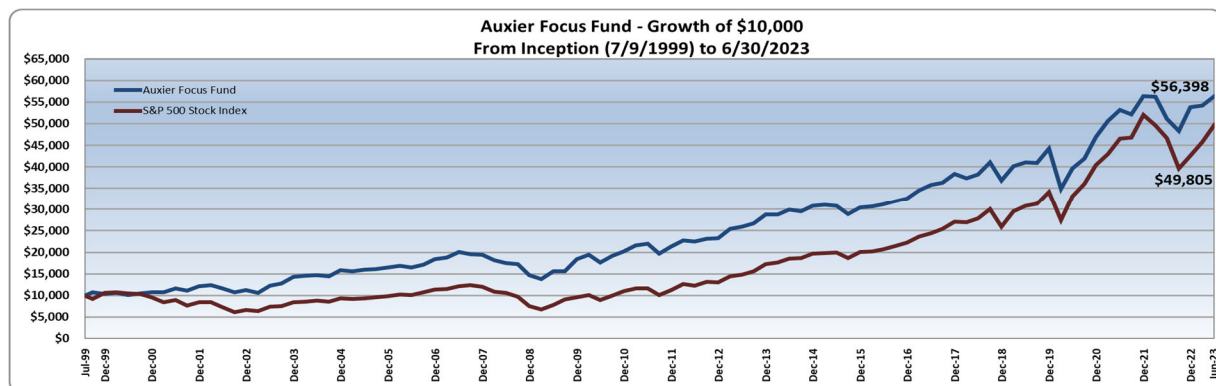
Declining energy and material prices negatively impacted oil stocks like Valero and Chevron. However, energy is one of the cheapest sectors with solid free cash flows. Financials, namely banks like Bank of America and Bank of New York Mellon are struggling in the aftermath of first quarter bank failures, although as scale players they should stand to benefit long term. Concerns over regulation, higher utilization and medical cost trends have hurt health insurers like UnitedHealth, Elevance and CVS. Still, the fundamental demand for medical services is very strong, especially for Medicare Advantage.

AUXIER FOCUS FUND

A MESSAGE TO OUR SHAREHOLDERS (Unaudited)

JUNE 30, 2023

Performance Update



Auxier Focus Fund's Investor Class returned 10.14% for the year ended June 30, 2023. The cap-weighted S&P 500 Index returned 19.59%, the equal weight 13.76% and the DJIA returned 14.23% over the same period. The Russell 1000 Value Index gained 11.54%. The MSCI Emerging Markets Index returned 1.75% for the year. Bonds as measured by S&P Aggregate Bond Index declined 0.31%. Stocks in the Fund comprised 89.1% of the portfolio. The equity breakdown was 80.2% domestic and 8.9% foreign, with 10.9% in cash and short-term debt instruments. A hypothetical \$10,000 investment in the Fund since inception on July 9, 1999 to June 30, 2023 is now worth \$56,398 vs \$49,805 for the S&P 500 and \$45,672 for the Russell 1000 Value Index. The equities in the Fund (entire portfolio, not share class specific) have had a gross cumulative return of 901.74%. The Fund had an average exposure to the market of 81.9% over the entire period. Our results are unleveraged.

In Closing

We just celebrated Auxier Asset Management's 25th anniversary, although we have verified separate account performance that dates back to 1989. According to the US Department of Labor, only 25% of US businesses make it more than 15 years. To survive we have learned the value of maintaining a

Auxier Focus Fund – Investor Class
Average Annual Total Returns (6/30/2023)
Since Inception (07/09/1999) 7.48%
10-year 8.07%
5-year 8.05%
1-year 10.14%
3-month 4.04%

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 1.08%. 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, 2023. 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.

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A MESSAGE TO OUR SHAREHOLDERS (Unaudited)

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sound balance sheet, high grade ethics, a consistent focus on the ledger and a determined daily research effort. Investor Ron Baron recently shared some great advice: “Don’t believe anything you hear...and only half of what you see. Good decisions, enabling consistent above average results in whatever you attempt, are based upon your own diligence and hard work. You can’t rely on the judgment and work of others. You can’t phone it in.” Another valuable lesson from our visit to the Berkshire Hathaway annual meeting in Omaha: Never make an investment decision based on emotion. Charlie Munger said, “We’re emphasizing the knowable by predicting how certain people and companies will swim against the current. We’re not predicting the fluctuation in the current. Warren Buffett said there will always be opportunity in value investing—all it takes is capitalizing on ‘other people doing dumb things.’ ”

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 MSCI Emerging Markets Index captures large and

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A MESSAGE TO OUR SHAREHOLDERS (Unaudited)

JUNE 30, 2023

mid-cap representation across 24 Emerging Markets (EM) countries. The Nasdaq Composite Index is the market capitalization-weighted index of over 2,500 common equities listed on the Nasdaq stock exchange. 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 Guy Carpenter ROL index is a measure of the change in dollars paid for coverage year on year on a consistent program base. 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 - or 0.2% of the index total at each quarterly rebalance. S&P US Aggregate Bond Index is designed to measure the performance of publicly issued U.S. dollar denominated investment-grade debt. 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.

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.

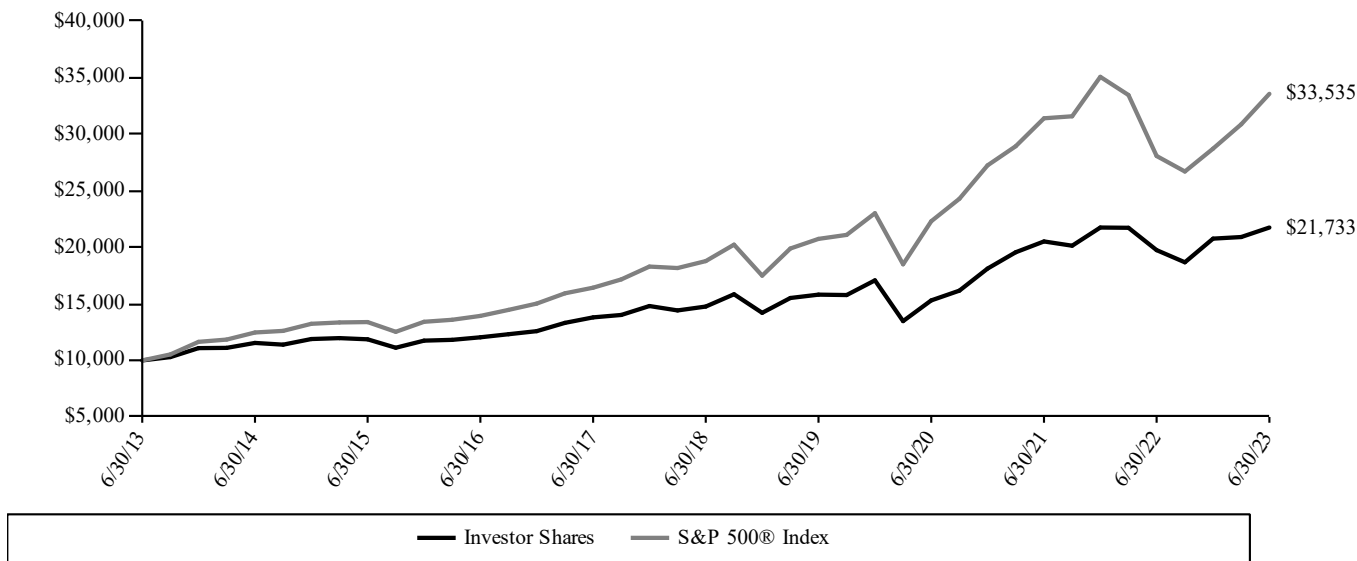
As of 6/30/2023, the Fund's top equity holdings were: UnitedHealth Group Inc. (6.1%); Microsoft Corp. (6.1%); Mastercard Inc. (4.7%); Kroger Co. (3.4%); Philip Morris International (3.0%); Elevance Health Inc. (3.0%); Merck & Co. Inc. New (2.9%); PepsiCo Inc. (2.8%); Visa, Inc. (2.6%); Medtronic PLC (2.6%).

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 (Unaudited)
JUNE 30, 2023

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
Years Ended June 30, 2023**

	One Year	Five Years	Ten Years	Since Inception ⁽¹⁾
Investor Shares	10.14%	8.05%	8.07%	7.48%
S&P 500® Index (Since July 9, 1999)	19.59%	12.31%	12.86%	6.93%
A Shares (with sales charge) ⁽²⁾⁽³⁾	3.46%	6.45%	7.20%	7.12%
Institutional Shares ⁽³⁾	10.30%	8.20%	8.26%	7.57%

⁽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 and 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 Institutional Shares and 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. For the most recent month-end performance, please call (877) 328-9437 or visit www.auxierasset.com. As stated in the Fund's prospectus, the annual operating expense ratios (gross) for Investor Shares, A Shares and Institutional Shares are 1.08%, 1.65% and 1.08%, 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, 2023 (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, or (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.

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.

AUXIER FOCUS FUND
SCHEDULE OF INVESTMENTS
JUNE 30, 2023

<u>Shares</u>	<u>Security Description</u>	<u>Value</u>	<u>Shares</u>	<u>Security Description</u>	<u>Value</u>
Equity Securities - 89.0%			Financials - 19.7% (continued)		
Common Stock - 89.0%					
Communications - 0.6%					
16,900	America Movil SAB de CV, ADR	\$ 365,716	46,168	Franklin Resources, Inc.	\$ 1,233,147
1,719	Cisco Systems, Inc.	88,941	2,025	Marsh & McLennan Cos., Inc.	380,862
7,119	Telefonica SA, ADR	28,689	32,705	Mastercard, Inc., Class A	12,862,877
93,168	Warner Bros Discovery, Inc. ^(a)	1,168,327	1,100	PayPal Holdings, Inc. ^(a)	73,403
		<u>1,651,673</u>	1,700	Ryan Specialty Holdings, Inc. ^(a)	76,313
Consumer Cyclical - 1.9%			149,625	The Bank of New York Mellon Corp.	6,661,305
2,076	Alibaba Group Holding, Ltd., ADR ^(a)	173,035	11,068	The Travelers Cos., Inc.	1,922,069
1,241	Booking Holdings, Inc. ^(a)	3,351,109	3,200	U.S. Bancorp	105,728
14,025	DR Horton, Inc.	1,706,702	15,249	Unum Group	727,377
		<u>5,230,846</u>	30,100	Visa, Inc., Class A	7,148,148
Consumer Discretionary - 6.7%			7,000	Wells Fargo & Co.	298,760
116,618	Arcos Dorados Holdings, Inc., Class A	1,195,335			<u>53,872,025</u>
34,000	Beck's SAB de CV	83,470	Health Care - 23.5%		
44,408	Comcast Corp., Class A	1,845,152	29,284	Abbott Laboratories	3,192,542
15,850	CVS Health Corp.	1,095,710	3,663	AbbVie, Inc.	493,516
400	Domino's Pizza, Inc.	134,796	100	Amgen, Inc.	22,202
16,250	General Motors Co.	626,600	4,950	Becton Dickinson & Co.	1,306,849
13,500	Grand Canyon Education, Inc. ^(a)	1,393,335	9,095	Biogen, Inc. ^(a)	2,590,711
205,501	Lincoln Educational Services Corp. ^(a)	1,385,077	18,226	Elevance Health, Inc.	8,097,629
17,975	Lowe's Cos., Inc.	4,056,957	990	Embecka Corp.	21,384
4,756	McDonald's Corp.	1,419,238	40,108	Johnson & Johnson	6,638,676
46,302	Sally Beauty Holdings, Inc. ^(a)	571,830	80,518	Medtronic PLC	7,093,636
3,870	The Home Depot, Inc.	1,202,177	68,854	Merck & Co., Inc.	7,945,063
12,850	Walmart, Inc.	2,019,763	8,370	Organon & Co.	174,180
4,550	Yum China Holdings, Inc.	257,075	6,282	Pfizer, Inc.	230,424
7,050	Yum! Brands, Inc.	976,778	14,397	Quest Diagnostics, Inc.	2,023,642
		<u>18,263,293</u>	13,990	The Cigna Group	3,925,594
Consumer Staples - 16.1%			34,825	UnitedHealth Group, Inc.	16,738,288
65,455	Altria Group, Inc.	2,965,111	903	Viatis, Inc.	9,012
57,955	British American Tobacco PLC, ADR	1,924,106	26,750	Zimmer Biomet Holdings, Inc.	3,894,800
13,200	Coca-Cola HBC AG, ADR	391,776			<u>64,398,148</u>
3,135	Diageo PLC, ADR	543,860	Industrials - 4.4%		
6,500	Keurig Dr Pepper, Inc.	203,255	30,135	CAE, Inc. ^(a)	674,421
50,327	Molson Coors Beverage Co., Class B	3,313,530	1,240	Caterpillar, Inc.	305,102
69,600	Monster Beverage Corp. ^(a)	3,997,824	119,491	Corning, Inc.	4,186,965
40,895	PepsiCo., Inc.	7,574,572	3,695	FedEx Corp.	915,991
85,125	Philip Morris International, Inc.	8,309,902	700	Ferguson PLC	110,117
37,544	The Coca-Cola Co.	2,260,900	57,482	Gates Industrial Corp. PLC ^(a)	774,857
195,126	The Kroger Co.	9,170,922	200	General Dynamics Corp.	43,030
3,140	The Procter & Gamble Co.	476,463	85,521	Manitex International, Inc. ^(a)	458,393
54,421	Unilever PLC, ADR	2,836,967	26,700	Raytheon Technologies Corp.	2,615,532
		<u>43,969,188</u>	2,780	The Boeing Co. ^(a)	587,025
Energy - 3.6%			2,924	The Greenbrier Cos., Inc.	126,024
136,810	BP PLC, ADR	4,828,025	7,440	United Parcel Service, Inc., Class B	1,333,620
7,630	Chevron Corp.	1,200,580			<u>12,131,077</u>
13,600	ConocoPhillips	1,409,096	Information Technology - 8.9%		
100	Occidental Petroleum Corp.	5,880	39,720	Alphabet, Inc., Class A ^(a)	4,754,484
7,800	Phillips 66	743,964	18,125	Cognizant Technology Solutions Corp., Class A	1,183,200
14,415	Valero Energy Corp.	1,690,880	25,466	Forrester Research, Inc. ^(a)	740,806
		<u>9,878,425</u>	3,155	Meta Platforms, Inc., Class A ^(a)	905,422
Financials - 19.7%			49,022	Microsoft Corp.	16,693,952
53,260	Aflac, Inc.	3,717,548	100	MSCI, Inc.	46,929
49,495	American International Group, Inc.	2,847,942			<u>24,324,793</u>
2,480	Ameriprise Financial, Inc.	823,757	Materials - 3.4%		
201,499	Bank of America Corp.	5,781,006	14,225	Celanese Corp., Class A	1,647,255
16,545	Berkshire Hathaway, Inc., Class B ^(a)	5,641,845	28,458	Corteva, Inc.	1,630,644
60,674	Central Pacific Financial Corp.	953,189	28,458	Dow, Inc.	1,515,673
25,975	Citigroup, Inc.	1,195,889	25,464	DuPont de Nemours, Inc.	1,819,148
5,616	Colliers International Group, Inc.	551,435	2,149	International Flavors & Fragrances, Inc.	171,039
200	Columbia Banking System, Inc.	4,056	25,505	LyondellBasell Industries NV, Class A	2,342,124
5,616	FirstService Corp.	865,369	4,980	The Mosaic Co.	174,300
					<u>9,300,183</u>

See Notes to Financial Statements.

AUXIER FOCUS FUND
SCHEDULE OF INVESTMENTS
JUNE 30, 2023

Shares	Security Description		Value		
Transportation - 0.2%					
2,610	Union Pacific Corp.		\$ 534,058		
Total Common Stock (Cost \$93,159,748)			<u>243,553,709</u>		
Total Equity Securities (Cost \$93,159,748)			<u>243,553,709</u>		
Principal	Security Description	Rate	Maturity	Value	
Fixed Income Securities - 7.3%					
Corporate Non-Convertible Bonds - 0.8%					
Energy - 0.1%					
\$ 400,000	Energy Transfer LP (callable at 100) ^{(b)(c)}	6.63%	02/15/45	<u>307,528</u>	
Financials - 0.7%					
400,000	Bank of America Corp. (callable at 100) ^{(b)(c)}	6.25	12/31/24	396,000	
400,000	Citigroup, Inc. (callable at 100) ^{(b)(c)}	6.30	11/15/2167	390,500	
300,000	JPMorgan Chase & Co. (callable at 100) ^{(b)(c)}	6.10	12/31/49	299,497	
500,000	JPMorgan Chase & Co. (callable at 100) ^{(b)(c)}	7.88	05/01/66	493,750	
400,000	Truist Financial Corp. (callable at 100) ^{(b)(c)}	5.13	12/31/99	<u>307,100</u>	
Total Corporate Non-Convertible Bonds (Cost \$2,352,718)			<u>2,194,375</u>		
U.S. Government & Agency Obligations - 6.5%					
U.S. Treasury Securities - 6.5%					
15,035,000	U.S. Treasury Bill ^(d)	4.99-5.04	07/13/23	15,014,113	
2,650,000	U.S. Treasury Bill ^(d)	4.03-5.16	09/07/23	2,625,077	
100,000	U.S. Treasury Bill ^(d)	5.16	09/14/23	98,954	
150,000	U.S. Treasury Bill ^(d)	5.27	10/12/23	<u>147,820</u>	
Total U.S. Government & Agency Obligations (Cost \$17,887,258)			<u>17,885,964</u>		
Total Fixed Income Securities (Cost \$20,239,976)			<u>20,080,339</u>		
Shares	Security Description		Value		
Money Market Fund - 3.6%					
9,737,260	Fidelity Investments Treasury Only Portfolio, 4.85% ^(c) (Cost \$9,737,260)		<u>9,737,260</u>		
Investments, at value - 99.9% (Cost \$123,136,984)			<u>\$ 273,371,308</u>		
Other Assets & Liabilities, Net - 0.1%			<u>238,798</u>		
Net Assets - 100.0%			<u>\$ 273,610,106</u>		

	Level 1	Level 2	Level 3	Total
Investments at Value				
Common Stock				
Communications	\$ 1,651,673	\$ -	\$ -	\$ 1,651,673
Consumer Cyclical	5,230,846	-	-	5,230,846
Consumer Discretionary	18,263,293	-	-	18,263,293
Consumer Staples	43,969,188	-	-	43,969,188
Energy	9,878,425	-	-	9,878,425
Financials	53,872,025	-	-	53,872,025
Health Care	64,398,148	-	-	64,398,148
Industrials	12,131,077	-	-	12,131,077
Information Technology	24,324,793	-	-	24,324,793
Materials	9,300,183	-	-	9,300,183
Transportation	534,058	-	-	534,058
Corporate Non-Convertible Bonds	-	2,194,375	-	2,194,375
U.S. Government & Agency Obligations	-	17,885,964	-	17,885,964
Money Market Fund	9,737,260	-	-	9,737,260
Investments at Value	<u>\$ 253,290,969</u>	<u>\$ 20,080,339</u>	<u>\$ -</u>	<u>\$ 273,371,308</u>

PORTFOLIO HOLDINGS (Unaudited)	
% of Total Investments	
Communications	0.6%
Consumer Cyclical	1.9%
Consumer Discretionary	6.7%
Consumer Staples	16.1%
Energy	3.6%
Financials	19.7%
Health Care	23.6%
Industrials	4.4%
Information Technology	8.9%
Materials	3.4%
Transportation	0.2%
Corporate Non-Convertible Bonds	0.8%
U.S. Government & Agency Obligations	6.5%
Money Market Fund	<u>3.6%</u>
	<u>100.0%</u>

ADR American Depositary Receipt
LP Limited Partnership
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 June 30, 2023.
(c) Perpetual maturity security.
(d) Zero coupon bond. Interest rate presented is yield to maturity.
(e) Dividend yield changes daily to reflect current market conditions. Rate was the quoted yield as of June 30, 2023.

The following is a summary of the inputs used to value the Fund's investments as of June 30, 2023.

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
JUNE 30, 2023

ASSETS	
Investments, at value (Cost \$123,136,984)	\$ 273,371,308
Receivables:	
Fund shares sold	59,341
Dividends and interest	412,469
Prepaid expenses	28,428
Total Assets	<u>273,871,546</u>
LIABILITIES	
Payables:	
Fund shares redeemed	47,660
Accrued Liabilities:	
Investment Adviser fees	124,401
Fund services fees	26,522
Other expenses	62,857
Total Liabilities	<u>261,440</u>
NET ASSETS	<u>\$ 273,610,106</u>
COMPONENTS OF NET ASSETS	
Paid-in capital	\$ 117,421,643
Distributable Earnings	<u>156,188,463</u>
NET ASSETS	<u>\$ 273,610,106</u>
SHARES OF BENEFICIAL INTEREST AT NO PAR VALUE (UNLIMITED SHARES AUTHORIZED)	
Investor Shares	5,479,553
A Shares	48,715
Institutional Shares	4,548,837
NET ASSET VALUE, OFFERING AND REDEMPTION PRICE PER SHARE*	
Investor Shares (based on net assets of \$146,783,448)	\$ 26.79
A Shares (based on net assets of \$1,339,857)	<u>27.50</u>
A Shares Maximum Public Offering Price Per Share (net asset value per share/(100%-5.75%))	<u>29.18</u>
Institutional Shares (based on net assets of \$125,486,801)	<u>27.59</u>

AUXIER FOCUS FUND
STATEMENT OF OPERATIONS
FOR THE YEAR ENDED JUNE 30, 2023

INVESTMENT INCOME	
Dividend income (Net of foreign withholding taxes of \$7,248)	\$ 5,237,748
Interest income	981,515
Total Investment Income	<u>6,219,263</u>
EXPENSES	
Investment Adviser fees	2,113,785
Fund services fees	338,668
Transfer agent fees:	
Investor Shares	54,809
A Shares	983
Institutional Shares	11,839
Distribution fees:	
A Shares	3,937
Custodian fees	26,871
Registration fees:	
Investor Shares	19,421
A Shares	4,733
Institutional Shares	15,616
Professional fees	52,745
Trustees' fees and expenses	10,440
Other expenses	239,940
Total Expenses	<u>2,893,787</u>
Fees waived	<u>(604,661)</u>
Net Expenses	<u>2,289,126</u>
NET INVESTMENT INCOME	<u>3,930,137</u>
NET REALIZED AND UNREALIZED GAIN	
Net realized gain on:	
Investments	3,898,186
Foreign currency transactions	12
Net realized gain	<u>3,898,198</u>
Net change in unrealized appreciation (depreciation) on investments	<u>17,860,423</u>
NET REALIZED AND UNREALIZED GAIN	<u>21,758,621</u>
INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	<u>\$ 25,688,758</u>

AUXIER FOCUS FUND
STATEMENTS OF CHANGES IN NET ASSETS

	For the Year Ended June 30, 2023		For the Year Ended June 30, 2022	
		Shares		Shares
OPERATIONS				
Net investment income	\$ 3,930,137		\$ 2,802,191	
Net realized gain	3,898,198		5,374,197	
Net change in unrealized appreciation (depreciation)	17,860,423		(18,353,028)	
Increase (Decrease) in Net Assets Resulting from Operations	<u>25,688,758</u>		<u>(10,176,640)</u>	
DISTRIBUTIONS TO SHAREHOLDERS				
Investor Shares	(4,255,878)		(3,650,878)	
A Shares	(36,009)		(39,990)	
Institutional Shares	(3,466,460)		(2,962,207)	
Total Distributions Paid	<u>(7,758,347)</u>		<u>(6,653,075)</u>	
CAPITAL SHARE TRANSACTIONS				
Sale of shares:				
Investor Shares	5,749,237	223,127	17,845,684	654,788
A Shares	4,788	180	12,724	485
Institutional Shares	9,416,041	354,802	6,388,132	229,916
Reinvestment of distributions:				
Investor Shares	3,985,471	153,380	3,486,919	127,842
A Shares	35,720	1,337	39,492	1,425
Institutional Shares	3,367,859	125,804	2,860,173	102,095
Redemption of shares:				
Investor Shares	(13,833,480)	(536,192)	(13,444,920)	(497,940)
A Shares	(502,525)	(19,322)	(708,337)	(25,187)
Institutional Shares	(7,216,992)	(272,120)	(7,253,207)	(261,439)
Redemption fees:				
Investor Shares	2,696	-	3,856	-
A Shares	16	-	43	-
Institutional Shares	2,213	-	2,934	-
Increase in Net Assets from Capital Share Transactions	<u>1,011,044</u>	<u>30,996</u>	<u>9,233,493</u>	<u>331,985</u>
Increase (Decrease) in Net Assets	<u>18,941,455</u>		<u>(7,596,222)</u>	
NET ASSETS				
Beginning of Year	<u>254,668,651</u>		<u>262,264,873</u>	
End of Year	<u>\$ 273,610,106</u>		<u>\$ 254,668,651</u>	

AUXIER FOCUS FUND
FINANCIAL HIGHLIGHTS

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

	For the Years Ended June 30,				
	2023	2022	2021	2020	2019
INVESTOR SHARES					
NET ASSET VALUE, Beginning of Year	\$ 25.05	\$ 26.69	\$ 20.39	\$ 22.34	\$ 22.25
INVESTMENT OPERATIONS					
Net investment income (a)	0.37	0.27	0.27	0.29	0.28
Net realized and unrealized gain (loss)	2.14	(1.22)	6.59	(0.87)	1.18
Total from Investment Operations	2.51	(0.95)	6.86	(0.58)	1.46
DISTRIBUTIONS TO SHAREHOLDERS FROM					
Net investment income	(0.33)	(0.28)	(0.30)	(0.29)	(0.30)
Net realized gain	(0.44)	(0.41)	(0.26)	(1.08)	(1.07)
Total Distributions to Shareholders	(0.77)	(0.69)	(0.56)	(1.37)	(1.37)
REDEMPTION FEES(a)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)
NET ASSET VALUE, End of Year	\$ 26.79	\$ 25.05	\$ 26.69	\$ 20.39	\$ 22.34
TOTAL RETURN	10.14%	(3.77)%	34.03%	(3.17)%	7.08%
RATIOS/SUPPLEMENTARY DATA					
Net Assets at End of Year (000s omitted)	\$ 146,783	\$ 141,242	\$ 142,915	\$ 113,810	\$ 137,995
Ratios to Average Net Assets:					
Net investment income	1.43%	0.99%	1.13%	1.34%	1.25%
Net expenses	0.92%	0.92%	0.92%	0.95%	0.98%
Gross expenses (c)	1.10%	1.08%	1.09%	1.10%	1.11%
PORTFOLIO TURNOVER RATE	1%	1%	1%	2%	3%

- (a) Calculated based on average shares outstanding during each year.
(b) Less than \$0.01 per share.
(c) 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 year.

	For the Years Ended June 30,				
	2023	2022	2021	2020	2019
A SHARES					
NET ASSET VALUE, Beginning of Year	\$ 25.60	\$ 27.20	\$ 20.76	\$ 22.70	\$ 22.56
INVESTMENT OPERATIONS					
Net investment income (a)	0.29	0.18	0.19	0.23	0.22
Net realized and unrealized gain (loss)	2.19	(1.25)	6.72	(0.89)	1.21
Total from Investment Operations	2.48	(1.07)	6.91	(0.66)	1.43
DISTRIBUTIONS TO SHAREHOLDERS FROM					
Net investment income	(0.14)	(0.12)	(0.21)	(0.20)	(0.22)
Net realized gain	(0.44)	(0.41)	(0.26)	(1.08)	(1.07)
Total Distributions to Shareholders	(0.58)	(0.53)	(0.47)	(1.28)	(1.29)
REDEMPTION FEES(a)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)
NET ASSET VALUE, End of Year	\$ 27.50	\$ 25.60	\$ 27.20	\$ 20.76	\$ 22.70
TOTAL RETURN(c)	9.77%	(4.07)%	33.60%	(3.47)%	6.80%
RATIOS/SUPPLEMENTARY DATA					
Net Assets at End of Year (000s omitted)	\$ 1,340	\$ 1,703	\$ 2,443	\$ 2,770	\$ 2,664
Ratios to Average Net Assets:					
Net investment income	1.09%	0.64%	0.78%	1.06%	0.98%
Net expenses	1.25%	1.25%	1.25%	1.25%	1.25%
Gross expenses (d)	1.76%	1.65%	1.52%	1.51%	1.53%
PORTFOLIO TURNOVER RATE	1%	1%	1%	2%	3%

- (a) Calculated based on average shares outstanding during each year.
(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) 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 year.

	For the Years Ended June 30,				
	2023	2022	2021	2020	2019
INSTITUTIONAL SHARES					
NET ASSET VALUE, Beginning of Year	\$ 25.74	\$ 27.38	\$ 20.88	\$ 22.81	\$ 22.66
INVESTMENT OPERATIONS					
Net investment income (a)	0.41	0.31	0.31	0.33	0.33
Net realized and unrealized gain (loss)	2.21	(1.26)	6.75	(0.88)	1.19
Total from Investment Operations	2.62	(0.95)	7.06	(0.55)	1.52
DISTRIBUTIONS TO SHAREHOLDERS FROM					
Net investment income	(0.33)	(0.28)	(0.30)	(0.30)	(0.30)
Net realized gain	(0.44)	(0.41)	(0.26)	(1.08)	(1.07)
Total Distributions to Shareholders	(0.77)	(0.69)	(0.56)	(1.38)	(1.37)
REDEMPTION FEES(a)	0.00(b)	0.00(b)	0.00(b)	0.00(b)	0.00(b)
NET ASSET VALUE, End of Year	\$ 27.59	\$ 25.74	\$ 27.38	\$ 20.88	\$ 22.81
TOTAL RETURN	10.30%	(3.66)%	34.19%	(3.00)%	7.24%
RATIOS/SUPPLEMENTARY DATA					
Net Assets at End of Year (000s omitted)	\$ 125,487	\$ 111,723	\$ 116,907	\$ 88,103	\$ 90,958
Ratios to Average Net Assets:					
Net investment income	1.56%	1.11%	1.25%	1.51%	1.43%
Net expenses	0.80%	0.80%	0.80%	0.80%	0.80%
Gross expenses (c)	1.08%	1.08%	1.09%	1.10%	1.10%
PORTFOLIO TURNOVER RATE	1%	1%	1%	2%	3%

- (a) Calculated based on average shares outstanding during each year.
(b) Less than \$0.01 per share.
(c) 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 Accounting Standards Codification 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 year. 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.

Pursuant to Rule 2a-5 under the Investment Company Act, the Trust’s Board of Trustees (the “Board”) has designated the Adviser, as defined in Note 3, as the Fund’s valuation designee to perform any fair value determinations for securities and other assets held by the Fund. The Adviser is subject to the oversight of the Board and certain reporting and other requirements intended to provide the Board the information needed to oversee the Adviser’s fair value determinations. The Adviser is responsible for determining the fair value of investments for which market quotations are not readily available in accordance with policies and procedures that have been approved by the Board. Under these procedures, the Adviser 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 Board has approved the Adviser’s fair valuation procedures as a part of the Fund’s compliance program and will review any changes made to the procedures.

The Adviser provides fair 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 Adviser 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 that 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 June 30, 2023, 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 recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expense in the Statement of Operations. During the year, the Fund did not incur any interest penalties. 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 June 30, 2023, 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. 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, a wholly owned subsidiary of Foreside Financial Group, LLC (dba ACA Group) (the "Distributor"), acts as the agent of the Trust in connection with the continuous offering of shares of the Fund. 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 year ended June 30, 2023, there were \$212 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. The Distributor received \$37 of the total front-end sales charge.

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 \$45,000 (\$55,000 for the Chairman), and the Audit Committee Chairman receives an additional \$2,000 annually. The Trustees and the 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 4. 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, 2023. 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 year ended June 30, 2023, the fees waived and expenses reimbursed were as follows:

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NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023

<u>Investment Adviser Expenses Reimbursed</u>	<u>Other Waivers</u>	<u>Total Fees Waived and Expenses Reimbursed</u>
\$ 514,950	\$ 89,711	\$ 604,661

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 June 30, 2023, \$1,431,040 is subject to recapture by the Adviser. Other Waivers are not eligible for recoupment.

Note 5. Security Transactions

The cost of purchases and proceeds from sales of investment securities (including maturities), other than short-term investments, during the year ended June 30, 2023, totaled \$3,506,628 and \$8,209,376.

Note 6. Federal Income Tax

As of June 30, 2023, cost for federal income tax purposes is \$123,145,689 and net unrealized appreciation consists of:

Gross Unrealized Appreciation	\$ 154,695,734
Gross Unrealized Depreciation	<u>(4,470,115)</u>
Net Unrealized Appreciation	<u>\$ 150,225,619</u>

Distributions paid during the fiscal years ended as noted were characterized for tax purposes as follows:

	<u>2023</u>	<u>2022</u>
Ordinary Income	\$ 3,310,410	\$ 2,713,355
Long-Term Capital Gain	<u>4,447,937</u>	<u>3,939,720</u>
	<u>\$ 7,758,347</u>	<u>\$ 6,653,075</u>

As of June 30, 2023, distributable earnings (accumulated loss) on a tax basis were as follows:

Undistributed Ordinary Income	\$ 2,064,721
Undistributed Long-Term Gain	3,898,123
Unrealized Appreciation	<u>150,225,619</u>
Total	<u>\$ 156,188,463</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 7. Subsequent Events

Subsequent events occurring after the date of this report through the date these financial statements were issued have been evaluated for potential impact, and the Fund has had no such events. 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.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholders of Auxier Focus Fund and
Board of Trustees of Forum Funds

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Auxier Focus Fund (the “Fund”), a series of Forum Funds, as of June 30, 2023, the related statements of operations and changes in net assets, the related notes, and the financial highlights for the year then ended (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of June 30, 2023, the results of its operations, changes in net assets, and the financial highlights for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

The Fund’s financial statements and financial highlights for the years ended June 30, 2022, and prior, were audited by other auditors whose report dated August 24, 2022, expressed an unqualified opinion on those financial statements and financial highlights.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement whether due to error or fraud.

Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of June 30, 2023, by correspondence with the custodian. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

We have served as the Fund’s auditor since 2023.

Cohen & Company, Ltd

Cohen & Company, Ltd.

Philadelphia, Pennsylvania

August 28, 2023

Change in Independent Registered Public Accounting Firm

On March 9, 2023, BBD LLP (“BBD”) ceased to serve as the independent registered public accounting firm of the Fund, a series of Forum Funds. The Audit Committee of the Board of Directors approved the replacement of BBD as a result of Cohen & Company, Ltd.’s (“Cohen”) acquisition of BBD’s investment management group.

The reports of BBD on the financial statements of the Fund as of and for the fiscal years ended June 30, 2021 and June 30, 2022 did not contain an adverse opinion or a disclaimer of opinion, and were not qualified or modified as to uncertainties, audit scope or accounting principles. During the years ended June 30, 2021 and June 30, 2022, and during the subsequent interim period through March 9, 2023, (i) there were no disagreements between the Trust and BBD on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of BBD, would have caused it to make reference to the subject matter of the disagreements in its report on the financial statements of the Fund for such years or interim period, and (ii) there were no “reportable events,” as defined in Item 304(a)(1)(v) of Regulation S-K under the Securities Exchange Act of 1934, as amended.

The Trust requested that BBD furnish it with a letter addressed to the U.S. Securities and Exchange Commission stating that it agrees with the above statements. A copy of this letter is filed as an exhibit to Form N-CSR.

On March 17, 2023, the Audit Committee of the Board also recommended and approved the appointment of Cohen as the Fund’s independent registered public accounting firm for the fiscal year ending June 30, 2023.

During the fiscal years ended June 30, 2021 and June 30, 2022, and during the subsequent interim period through March 17, 2023, neither the Trust, nor anyone acting on its behalf, consulted with Cohen on behalf of the of Fund regarding the application of accounting principles to a specified transaction (either completed or proposed), the type of audit opinion that might be rendered on the Fund’s financial statements, or any matter that was either, (i) the subject of a “disagreement,” as defined in Item 304(a)(1)(iv) of Regulation S-K and the instructions thereto; or (ii) "reportable events," as defined in Item 304(a)(1)(v) of Regulation S-K.

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 January 1, 2023 through June 30, 2023.

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.

AUXIER FOCUS FUND
ADDITIONAL INFORMATION (Unaudited)
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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.

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 January 1, 2023	Ending Account Value June 30, 2023	Expenses Paid During Period*	Annualized Expense Ratio*
Investor Shares				
Actual	\$ 1,000.00	\$ 1,047.70	\$ 4.67	0.92%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,020.23	\$ 4.61	0.92%
A Shares				
Actual	\$ 1,000.00	\$ 1,045.63	\$ 6.34	1.25%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,018.60	\$ 6.26	1.25%
Institutional Shares				
Actual	\$ 1,000.00	\$ 1,048.25	\$ 4.06	0.80%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,020.83	\$ 4.01	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 (181) divided by 365 to reflect the half-year period.

Federal Tax Status of Dividends Declared during the Fiscal Year

For federal income tax purposes, dividends from short-term capital gains are classified as ordinary income. The Fund designates 100.00% of its income dividend distributed as qualifying for the corporate dividends-received deduction (DRD), 100.00% for the qualified dividend rate (QDI) and 8.43% of its income dividends as qualified interest income exempt from U.S. tax for foreign shareholders (QII) as defined in Section 1(h)(11) of the Code. Pursuant to Section 852 (b)(3) of the Internal Revenue Code, the Fund designates \$4,447,937 as long term capital gain dividends for the year.

Trustees and Officers of the Trust

The Board is responsible for oversight of the management of the Trust’s business affairs and of the exercise of all the Trust’s powers except those reserved for the shareholders. The following table provides information about each Trustee and certain officers of the Trust. Each Trustee and officer holds office until the person resigns, is removed or is replaced. Unless otherwise noted, the persons have held their principal occupations for more than five years. The address for all Trustees and officers is Three Canal Plaza, Suite 600, Portland, Maine 04101. The Fund’s Statement of Additional Information includes additional information about the Trustees and is available, without charge and upon request, by calling (877) 328-9437.

AUXIER FOCUS FUND
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Name and Year of Birth	Position with the Trust	Length of Time Served	Principal Occupation(s) During Past Five Years	Number of Series in Fund Complex Overseen By Trustee	Other Directorships Held By Trustee During Past Five Years
Independent Trustees					
David Tucker Born: 1958	Trustee; Chairman of the Board	Since 2011 and Chairman since 2018	Director, Blue Sky Experience (a charitable endeavor) since 2008; Senior Vice President & General Counsel, American Century Companies (an investment management firm) 1998-2008.	1	Trustee, Forum Funds II and U.S. Global Investors Funds
Mark D. Moyer Born: 1959	Trustee	Since 2018	Independent consultant providing interim CFO services, principally to non-profit organizations, since 2021; Chief Financial Officer, Freedom House (a NGO advocating political freedom and democracy) 2017-2021.	1	Trustee, Forum Funds II and U.S. Global Investors Funds
Jennifer Brown-Strabley Born: 1964	Trustee	Since 2018	Principal, Portland Global Advisors (a registered investment adviser) 1996-2010.	1	Trustee, Forum Funds II and U.S. Global Investors Funds
Interested Trustees⁽¹⁾					
Karen Shaw Born: 1972	Trustee	Since 2023	Senior Vice President, Apex Fund Services since 2019; Senior Vice President, Atlantic Fund Services 2008-2019.	1	Trustee, Forum Funds II and U.S. Global Investors Funds

⁽¹⁾Karen Shaw is currently an interested person of the Trust, as defined in the 1940 Act, due to her affiliation with Apex Fund Services and her role as Treasurer of the Trust. Apex Fund Services is a wholly owned subsidiary of Apex US Holdings LLC.

Name and Year of Birth	Position with the Trust	Length of Time Served	Principal Occupation(s) During Past Five Years
Officers			
Zachary Tackett Born: 1988	President; Principal Executive Officer; Anti-Money Laundering Compliance Officer; Identity Theft Prevention Officer	President and Principal Executive Officer since 2023; Anti-Money Laundering Compliance Officer and Identity Theft Prevention Officer since 2014	Senior Counsel, Apex Fund Services since 2019; Counsel, Atlantic Fund Services 2014-2019.
Karen Shaw Born: 1972	Treasurer; Principal Financial Officer	Since 2008	Senior Vice President, Apex Fund Services since 2019; Senior Vice President, Atlantic Fund Services 2008-2019.
Carlyn Edgar Born: 1963	Chief Compliance Officer	Chief Compliance Officer 2008-2016 and 2021-current	Senior Vice President, Apex Fund Services since 2019; Senior Vice President, Atlantic Fund Services 2008-2019.
Lindsey Dorval Born: 1981	Vice President; Secretary	Since 2023	Counsel, Apex Fund Services since 2020.

AUXIER FOCUS FUND

FOR MORE INFORMATION

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(877) 3AUXIER
(877) 328-9437

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TRANSFER AGENT

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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.