

Semi-Annual Report

FPA Crescent Fund



Distributor:

UMB DISTRIBUTION SERVICES, LLC

235 West Galena Street
Milwaukee, Wisconsin 53212

June 30, 2021

FPA CRESCENT FUND

LETTER TO SHAREHOLDERS

Dear Shareholder:

Overview

The FPA Crescent Fund — Institutional Class (“Fund” or “Crescent”) gained 3.26% in 2021’s second quarter and 39.00% for the trailing twelve months.¹ The Fund generated 97.4% of the average of the S&P 500 and MSCI ACWI’s return in the trailing twelve months, outperforming its own 77.8% average net risk exposure.² Crescent’s performance and that of its underlying equity exposure are captured in the following table:

*Exhibit A: Performance versus Illustrative Indices*³

	<u>Q2 2021</u>	<u>Trailing 12-month</u>
Crescent	3.26%	39.00%
Crescent — Long Equity	6.02%	54.09%
MSCI ACWI	7.39%	39.27%
S&P 500	8.55%	40.79%
60% MSCI ACWI / 40% BBgBarc U.S. Agg	5.15%	22.19%
60% S&P 500 / 40% BBgBarc U.S. Agg	5.84%	23.02%

Portfolio discussion

As stewards of your capital, we presently find ourselves feeling uncomfortably comfortable, which we find an odd sensation. We don’t mean to imply that we feel complacent; however, the Fund’s cash levels are significantly lower than in recent years. With a relatively modest amount of dry powder, we no longer wake each morning hoping for a market pullback that offers a flood of potential bargains. Instead, we would now be happy with a sale in just one section of the store, allowing us to pick up a few discounted securities to go along with a shopping cart that is already relatively full — and we may have tempted fate and invited such an opportunity with our opening line.

But just because we do not currently welcome a large drawdown for the markets, it does not mean that it will not happen. In fact, we are virtually certain at some point it will, but we just can’t tell you when. Though the portfolio will not be immune to the next selloff, whenever it may arrive, we remain committed to seeking equity-like returns over the long-term while avoiding permanent impairment of capital.

¹ Effective September 4, 2020, the current single class of shares of the Fund was renamed the Institutional Class shares. Unless otherwise noted, all data herein is representative of the Institutional Share Class.

² Risk assets are any assets that are not risk free and generally refers to any financial security or instrument, such as equities, commodities, high-yield bonds, and other financial products that are likely to fluctuate in price. Risk exposure refers to the Fund’s exposure to risk assets as a percent of total assets. The Fund’s net risk exposure as of June 30, 2021 was 76.9%.

³ Comparison to the indices is for illustrative purposes only. The Fund does not include outperformance of any index or benchmark in its investment objectives. An investor cannot invest directly in an index. The long equity segment of the Fund is presented gross of investment management fees, transactions costs, and Fund operating expenses, which if included, would reduce the returns presented. *Long equity holdings only* includes equity securities excluding paired trades, short-sales, and preferred securities. The long equity performance information shown herein is for illustrative purposes only and may not reflect the impact of material economic or market factors. No representation is being made that any account, product or strategy will or is likely to achieve profits, losses, or results similar to those shown. Long equity performance does not represent the return an investor in the Fund can or should expect to receive. Fund shareholders may only invest or redeem their shares at net asset value.

Past performance is no guarantee, nor is it indicative, of future results.

FPA CRESCENT FUND

LETTER TO SHAREHOLDERS

(Continued)

Consistent with the above philosophy, back in Q3 2019 the Fund began reporting contributors and detractors on a trailing twelve-month basis rather than the most recent quarter. At the time we wrote “Quarterly price movements, however, are generally not much more than “noise,” frequently reversing in the coming months or quarters. It is therefore more informative to focus on what has happened in the most recent year.”⁴

The top contributors to and detractors from the Fund’s trailing 12-month returns are listed below.

Exhibit B: Trailing Twelve-Month Contributors and Detractors as of June 30, 2021⁵

Contributors	Perf. Cont.	Avg. % of Port.	Detractors	Perf. Cont.	Avg. % of Port.
Alphabet	3.63%	5.4%	McDermott (multiple issues)	-0.52%	0.6%
Jefferies Financial Group	2.61%	2.4%	Financials Select Sector SPDR	-0.11%	-0.3%
AIG	1.75%	3.0%	Just Eat Takeaway.com	-0.04%	0.1%
TE Connectivity	1.72%	2.7%	Jardine Strategic Holdings	-0.04%	0.1%
Comcast	1.69%	3.4%	Western Digital TL/Corp (pair)	-0.03%	0.0%
	11.40%	16.9%		-0.74%	0.5%

Truth be told, even one year does not align with how we view the world. While many equity-oriented mutual funds have an average holding period of less than one year, Crescent walks the walk with lower turnover than two thirds of the broad equity-oriented and allocation mutual funds.⁶ Of course a longer than average holding period does not guarantee higher than average returns, but it reflects how we are willing to manage your capital (with ours alongside) in a differentiated manner in our quest for differentiated after-tax returns.

With the above in mind, we thought it would be interesting to look at the historical performance of the ten largest holdings which the Fund has held for at least the past three years. Though the returns for all fell broadly into the range of the targeted equity-like returns we aim to deliver, each name went through a period of at least two quarters for which performance was at best flat. However, what we find particularly interesting is that some of the better performing names required significant patience, with 30% of the observations compounding at 20%+ per year from our first purchase despite multi-year periods of flat performance during our ownership.

⁴ The Q3 2019 Commentary can be found at: https://fpa.com/docs/default-source/funds/fpa-crescent-fund/literature/quarterly-commentaries/fpa-crescent-fund-commentary-2019-q3b0f6f4531b0367849d6cff0000f7084a.pdf?sfvrsn=2de9939d_6.

⁵ Reflects the top five contributors and detractors to the Fund’s performance based on contribution to return for the trailing twelve months (“TTM”). Contribution is presented gross of investment management fees, transactions costs, and Fund operating expenses, which if included, would reduce the returns presented. The information provided does not reflect all positions purchased, sold or recommended by FPA during the quarter. A copy of the methodology used and a list of every holding’s contribution to the overall Fund’s performance during the TTM is available by contacting FPA Client Service at crm@fpa.com. It should not be assumed that recommendations made in the future will be profitable or will equal the performance of the securities listed.

⁶ Source: Morningstar Direct. Broad equity-oriented mutual funds are represented by the “Equity” Morningstar Global Broad Category Group and equity-oriented allocation mutual funds are represented by the “Allocation” Global Broad Category Group. As of 12/31/2020, the average turnover for the funds in these categories is 73.5%. The Fund’s turnover rate as of the year-ended 12/31/2020 was 29%.

Past performance is no guarantee, nor is it indicative, of future results.

FPA CRESCENT FUND LETTER TO SHAREHOLDERS

(Continued)

Exhibit C: Top Ten Holdings as of June 30, 2021⁷

Portfolio Holding	Portfolio Ending Weight	First Purchase Date	Flat Performance Period Start	Flat Performance Period End	Flat Performance (Years)	Annualized Return Since First Purchase*
Alphabet	5.7%	8/22/2011	4/4/2014	6/24/2016	2.2	26.03%
Comcast Corporation	3.5%	5/7/2018	5/31/2019	2/26/2020	0.7	22.08%
Facebook	3.1%	2/8/2018	7/25/2018	2/18/2020	1.6	23.15%
Holcim Ltd	2.9%	6/1/2018	6/1/2018	12/3/2019	1.5	8.75%
Analog Devices	2.9%	8/18/2011	3/9/2012	10/13/2014	2.6	22.04%
Broadcom	2.9%	4/16/2018	4/30/2019	2/13/2020	0.8	27.17%
Groupe Bruxelles Lambert	2.8%	5/19/2010	7/2/2010	8/29/2012	2.2	7.70%
Charter Communications	2.8%	4/30/2018	4/30/2018	12/24/2018	0.7	36.15%
TE Connectivity	2.7%	10/26/2012	4/30/2015	12/25/2018	3.7	20.37%
American International Group	2.7%	6/2/2011	12/24/2013	5/30/2019	5.4	7.24%

While it certainly would have aided Fund returns if we had been able to enter, exit, and ultimately re-enter each name to avoid the periods of fallow results, such ambidexterity is easier said than done. We say this with experience, having previously sold shares in high quality equities assured in the belief we would be able to repurchase them in the future at a lower price. Oddly, even when the shares did subsequently trade off, we demonstrated an uncanny consistency for proclaiming the right price for re-entry to be some 5-10% lower than where the shares ultimately bottomed. This has led us to conclude that when it comes to investing in quality equities, one of the keys to generating attractive compound returns is to not interfere with the process of compounding.

So, while at times it may look like we are sitting on names that are stuck in the mud, it is fair to assume we are not overly perturbed by short-term underperformance provided we remain confident that such securities are simply building kinetic energy ahead of delivering future gains. In this manner you can think of us coming into the office each day and not eating the marshmallow lying on our desk, confident that our delayed gratification will be rewarded in the form of a much larger marshmallow at a future date.

We believe this approach has served us well over time at the portfolio level. Looking at rolling five-year periods since the inception of the Fund, we would argue the Fund has done a respectable job of consistently delivering equity-like rates of return over extended periods. The kink of course is that one could only realize these returns by holding the Fund through periods of underperformance and resisting the urge to look for a tastier marshmallow elsewhere. We realize this style of investing with a multi-year outlook is not for everyone, but if you are reading this commentary, we thank you for partnering with us on the journey.

⁷ Source: FPA, Bloomberg. For illustrative purposes only.

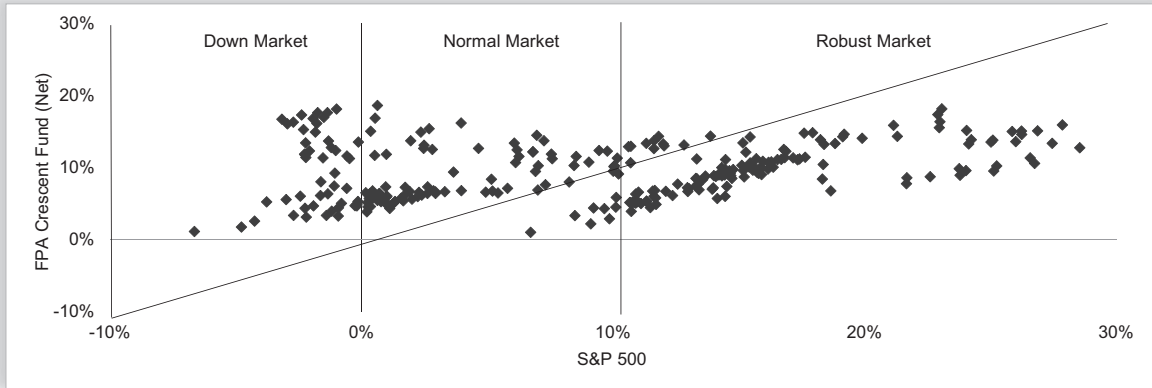
* *Annualized Return* shown is the total return of each security since the first date of purchase in the Fund through June 30, 2021. It is not the contribution to return for the portfolio. The Annualized Return for each holding may not equate with the performance of the holding in the Fund and does not take into account Fund fees and expenses. An investor in the Fund cannot achieve these returns and can only purchase and redeem shares at net asset value. Additional academic research: *'Patient Capital Outperformance — The Investment Skill of High Active Share Managers Who Trade Infrequently'*, Martijn Cremers and Ankur Pareek. December 2015.

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FPA CRESCENT FUND LETTER TO SHAREHOLDERS

(Continued)

Exhibit D: 5-year Rolling Returns by Market Type since Inception⁸



	Down Market S&P 500 5yr Average Return Below 0%	Normal Market S&P 500 5yr Average Return 0-10%	Robust Market S&P 500 5yr Average Return Above 10%
FPA Crescent Fund (average net return)	9.54%	8.30%	10.10%
S&P 500 (average return)	-1.81%	3.69%	16.18%
Periods in Which FPA Crescent Fund Outperformed	100%	91%	9%
	49 of 49	77 of 85	13 of 143

But past aside, the matter at hand is how the Fund is currently positioned and what prospective returns will be in the coming years. Unfortunately, we still do not have a crystal ball to tell us what the future holds for inflation, variants, or GDP growth. We can tell you with confidence that we like what we own in terms of quality and value and are comfortable with our current level of net exposure. Though we do not view the market at large

⁸ Source: Morningstar Direct. The chart illustrates the monthly five-year rolling average returns for the FPA Crescent Fund-Institutional Class ("Fund") from July 1, 1993 (the first full month of performance since inception) through June 30, 2021 compared to the S&P 500 Index ("Index"). The horizontal axis represents the five-year rolling average returns for the Index, and the vertical axis represents the Fund's five-year rolling average returns. The diagonal line illustrates the relative performance of the Fund vs. the Index. Points above the diagonal line indicate the Fund outperformed in that period, while points below the line indicate the Fund underperformed in that period. The table categorizes returns for three distinct market environments: a "down market" is defined as any period where the five-year rolling average return for the Index was less than 0%; a "normal market" is defined as any period where the five-year rolling average return for the Index was between 0-10%; and a "robust market" is defined as any period where the five-year rolling average return for the Index was greater than 10%. There were 277 five-year rolling average monthly periods between July 1, 1993 and June 30, 2021. Comparison to the S&P 500 index is for illustrative purposes only. The Fund does not include outperformance of any index or benchmark in its investment objectives.

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FPA CRESCENT FUND

LETTER TO SHAREHOLDERS

(Continued)

as particularly inexpensive at present — as we called out in our Q1 2021 letter, we are not overly concerned with where the market may trade, as we don't own the market. As for what we do own, as illustrated in Exhibit E, the Fund's long equity holdings are cheaper than the market as measured by 1-year forward price to earnings and current price to book despite not making any sacrifices as it relates to historical or perspective earnings growth.

Exhibit E: FPA Crescent Long Equity Holding Valuation and Earnings Growth vs Stock Market⁹

	Price/Earnings 1 Year Forward		Price/Book		3-Year Trailing EPS Growth		3-Year Forward Estimated EPS Growth	
	6/30/2020	6/30/2021	6/30/2020	6/30/2021	6/30/2020	6/30/2021	6/30/2020	6/30/2021
FPA Crescent — Long Equity Portfolio	19.3x	17.2x	1.3x	1.9x	14%	9%	19%	32%
vs. S&P 500	-23%	-23%	-64%	-58%			78%	26%
vs. MSCI ACWI	-12%	-11%	-46%	-8%			71%	37%
S&P 500	24.9x	22.3x	3.5x	4.6x	7%	-1%	11%	25%
MSCI ACWI	21.9x	19.4x	2.3x	2.1x	4%	-6%	11%	23%

Stepping back for a moment, many managers start with an index benchmark when constructing their portfolio and then play a game of over- or underweighting various names or sectors. In sharp contrast, we start with a completely blank page and have a portfolio that looks nothing like any index we have ever observed. So, while we own many well-known companies, such as three of the FAANG constituents, which we believe are reasonably valued, we also round out our holdings with a collection of names that either remain starkly out of favor or are largely absent from the major indices.¹⁰ Examples of such securities include our Asian holding companies such as LG Corp, Samsung C&T, Softbank, and Swire Pacific, as well as our “Chinternet”-focused positions in Alibaba, Naspers/Prosus, and Baidu.¹¹

⁹ Source: CapIQ, Factset, Bloomberg, FPA calculations. *3-Year Forward Estimated EPS Growth* is based on FPA calculations using consensus data from CapIQ, Factset and Bloomberg. Forward looking statistics are estimates and subject to change. Comparison to the S&P 500 and MSCI ACWI Indices is being used as a representation of the “market” and is for illustrative purposes only. The Fund does not include outperformance of any index or benchmark in its investment objectives. Please refer to Footnote 3 for the definition of the long equity holdings and other important information, and refer to Page 1 for net returns of the Fund. The long equity holdings average weight in the Fund was 75.0% and 74.6% for Q2 2021 and TTM through 6/30/21, respectively. The long equity holdings average weight in the Fund was 70.2% and 69.3% for Q2 2020 and TTM through 6/30/20, respectively. The long equity statistics shown herein are for illustrative purposes only and may not reflect the impact of material economic or market factors. No representation is being made that any account, product or strategy will or is likely to achieve results similar to those shown. Long equity statistics noted herein do not represent the results that the Fund or an investor can or should expect to receive. Fund shareholders can only purchase and redeem shares at net asset value.

¹⁰ The FAANG constituents include: Facebook (FB), Apple (AAPL), Amazon (AMZN), Netflix (NFLX), and Alphabet (GOOG).

¹¹ Portfolio composition will change due to ongoing management of the Fund. It should not be assumed that recommendations made in the future will be profitable or will equal the performance of the securities listed. This is not a recommendation for a specific security and these securities may not be in the Fund at the time you receive this commentary. The portfolio holdings as of the most recent quarter-end may be obtained at www.fpa.com.

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FPA CRESCENT FUND

LETTER TO SHAREHOLDERS

(Continued)

Though we have discussed the Chinese internet conglomerates regularly in prior commentaries and conference calls, LG Corp, Samsung C&T, and Softbank are names that were purchased in 2020, and we have yet to publicly profile. Interestingly, LG Corp and Samsung C&T trade at discounts to our estimates of intrinsic value greater than 50% based exclusively on publicly traded marks, while also trading at a single digit multiple to our estimates of look through after-tax earnings for 2021. As for Softbank, look through earnings are challenging to calculate due to limited disclosure for many of the private holdings, but the discount to intrinsic value estimates based on private and public marks is similarly wide to the other two names. Regardless, in all instances we are afforded the privilege of investing alongside the controlling family or founder, and moreover, we believe the underlying asset quality of each conglomerate has significant appeal, as we will briefly review in this quarter's public conference call.

As for Alibaba, Tencent and Baidu, we believe they trade at very wide discounts to intrinsic value estimates based on the “sum of the parts” — a four word phrase analogous to a four letter curse word for investors with time horizons shorter than our own. While we readily acknowledge many of these “parts” may not contribute to earnings for several years, as genuine long-term oriented investors, we relish the opportunity pick up cheap or even free options, as we believe exists in the form of autonomous driving within Baidu or the cloud business within Alibaba. This is no different to how we viewed asymmetric optionality in past years in the form of Waymo/YouTube within Alphabet, and Oculus/WhatsApp within Facebook.

Speaking of free options, we have also spent the past quarter assembling a portfolio of special purpose acquisition companies or “SPACs”, for which we see a positively skewed potential for returns versus the commensurate risk. For those not familiar, a SPAC is a non-operating corporate shell set up by a sponsor to pursue an acquisition of an unknown business on unknown terms. Mechanically, a SPAC's IPO proceeds are placed into an interest bearing trust, and the money in trust can only be used to complete an acquisition or it will be returned to investors if the sponsor fails to complete a deal (typically a two-year window from the SPAC IPO).

In each case, we seek to acquire the SPACs at roughly equal to or slightly less than the trust value per share, mitigating the long-term risk of a permanent loss of capital. The upside occurs if the market takes a favorable view on a potential deal, which would result in the shares trading at a premium to trust value and provide the option to exit the holdings with a capital gain. Alternatively, should investors take a dim view of an announced transaction, we could simply exercise our redemption rights to receive the trust value of the shares in cash.

Quite often we are also buying a share in a SPAC with a unit for warrants attached. In this instance, we have the opportunity to retain the warrants and participate in the future upside of the SPAC even if we choose to sell or redeem the shares prior to the closing of the actual acquisition. In summary, we view our SPAC basket as a case of “heads we win, tails we don't lose.”¹²

As for other activity in the portfolio, our valuation discipline has made it challenging to put capital to work in this market that has largely been up and to the right. Nonetheless we have used the occasional pullback to opportunistically establish toehold positions in a handful of new names. Of the roughly 600bps of current exposure attributed to new purchases in 2021, half has been towards SPACs, and the balance largely towards digitally focused firms. Though our recent digital investments are not necessarily bleeding edge tech companies, we believe the purchase of each is an additional step towards the never-ending goal of further future-proofing the portfolio.

¹² SPACs involve risks. There is no guarantee that the Fund's investments in SPACs will be profitable. Please see Important Disclosures for more information about the risks of investing in SPACs.

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FPA CRESCENT FUND LETTER TO SHAREHOLDERS

(Continued)

Closing

In order to optimize the likelihood of future success, we operate in a perpetual state of adaptation. We tackle each day in the hopes that we learn something new that helps us to be better prepared to face the inevitable challenges and act on new opportunities.

Al Osborne, a long-time investor in Crescent and one of the FPA Fund's valued independent board members, offered us this observation from the novelist, playwright, essayist, poet, and activist James Baldwin, "Not everything that is faced can be changed, but nothing can be changed until it is faced." We can't bend the world to our will, but we can always improve.

Thank you for entrusting us with your capital.

Respectfully submitted,

FPA Crescent Portfolio Management Team

July 27, 2021

FPA CRESCENT FUND LETTER TO SHAREHOLDERS

(Continued)

The discussions of Fund investments represent the views of the Fund's managers at the time of this report and are subject to change without notice. These views may not be relied upon as investment advice or as an indication of trading intent on behalf of any First Pacific Advisors portfolio. Security examples featured are samples for presentation purposes and are intended to illustrate our investment philosophy and its application. It should not be assumed that most recommendations made in the future will be profitable or will equal the performance of the securities. This information and data has been prepared from sources believed reliable. The accuracy and completeness of the information cannot be guaranteed and is not a complete summary or statement of all available data.

FORWARD LOOKING STATEMENT DISCLOSURE

As mutual fund managers, one of our responsibilities is to communicate with shareholders in an open and direct manner. Insofar as some of our opinions and comments in our letters to shareholders are based on our current expectations, they are considered "forward-looking statements" which may or may not prove to be accurate over the long term. While we believe we have a reasonable basis for our comments and we have confidence in our opinions, actual results may differ materially from those we anticipate. You can identify forward-looking statements by words such as "believe," "expect," "may," "anticipate," and other similar expressions when discussing prospects for particular portfolio holdings and/or the markets, generally. We cannot, however, assure future results and disclaim any obligation to update or alter any forward-looking statements, whether as a result of new information, future events, or otherwise. Further, information provided in this report should not be construed as a recommendation to purchase or sell any particular security.

FPA CRESCENT FUND

PORTFOLIO SUMMARY

June 30, 2021 (Unaudited)

Common Stocks		73.7%
Internet Media	12.4%	
Semiconductor Devices	6.7%	
Cable & Satellite	6.2%	
Diversified Banks	2.9%	
Cement & Aggregates	3.7%	
Industrial Distribution & Rental	2.9%	
Investment Companies	2.8%	
Electrical Components	2.7%	
Application Software	2.7%	
P&C Insurance	2.7%	
Banks	2.6%	
Base Metals	2.3%	
Insurance Brokers	2.1%	
Institutional Brokerage	1.9%	
E-Commerce Discretionary	1.4%	
Railroad Rolling Stock	1.4%	
Medical Equipment	0.6%	
Chemicals	1.2%	
Apparel, Footwear & Accessory Design	1.2%	
Food Services	1.2%	
Computer Hardware & Storage	1.1%	
Telecom Carriers	1.1%	
Aircraft & Parts	1.0%	
Infrastructure Software	1.0%	
Commercial & Residential Building		
Equipment & Systems	1.0%	
Hotels, Restaurants & Leisure	0.9%	
Midstream — Oil & Gas	0.9%	
Wealth Management	0.9%	
Specialty Chemicals	0.8%	
Household Products	0.8%	
Internet Based Services	0.8%	
Real Estate Owners & Developers	0.6%	
Entertainment Content	0.4%	
Integrated Utilities	0.3%	
Marine Shipping	0.3%	
Oil & Gas Services & Equipment	0.2%	
Closed End Fund		0.6%
Limited Partnerships		1.3%
Preferred Stocks		0.1%
Special Purpose Acquisition Companies		2.8%
Bonds & Debentures		13.6%
U.S. Treasuries	12.4%	
Corporate Bonds & Notes	0.7%	
Corporate Bank Debt	0.5%	
Short-term Investments		8.8%
Securities Sold Short		(3.2)%
Other Assets And Liabilities, Net		2.3%
Net Assets		<u>100.0%</u>

FPA CRESCENT FUND PORTFOLIO OF INVESTMENTS

June 30, 2021
(Unaudited)

COMMON STOCKS	Shares	Fair Value
INTERNET MEDIA — 12.4%		
Alphabet, Inc. (Class A)(a)	122,518	\$ 299,163,231
Alphabet, Inc. (Class C)(a)	122,045	305,883,824
Baidu, Inc. (ADR) (China)(a)	445,804	90,899,436
Facebook, Inc. (Class A)(a)	943,178	327,952,422
Naspers, Ltd. (N Shares) (South Africa)	961,057	201,780,917
Prosus NV (Netherlands)	970,500	94,904,043
		\$ 1,320,583,873
SEMICONDUCTOR DEVICES — 6.7%		
Analog Devices, Inc.	1,801,707	\$ 310,181,877
Broadcom, Inc.	640,699	305,510,911
NXP Semiconductors NV (Netherlands)	490,109	100,825,224
		\$ 716,518,012
CABLE & SATELLITE — 6.2%		
Charter Communications, Inc. (Class A)(a)(b)	407,280	\$ 293,832,156
Comcast Corp. (Class A)(b)	6,450,030	367,780,711
		\$ 661,612,867
CEMENT & AGGREGATES — 3.7%		
HeidelbergCement AG (Germany)	1,012,913	\$ 86,884,805
LafargeHolcim Ltd. (Switzerland)	5,189,042	311,258,396
		\$ 398,143,201
DIVERSIFIED BANKS — 2.9%		
Citigroup, Inc.	3,571,897	\$ 252,711,713
Flutter Entertainment plc (Ireland)(a)	104,039	18,917,909
Gulfport Energy Corp.(a)	503,402	32,570,109
LX Holdings Corp. (South Korea)(a)	345,750	3,453,969
		\$ 307,653,700
INDUSTRIAL DISTRIBUTION & RENTAL — 2.9%		
Howmet Aerospace, Inc.(a)	4,577,152	\$ 157,774,430
LG Corp. (South Korea)	1,610,766	146,608,813
		\$ 304,383,243
INVESTMENT COMPANIES — 2.8%		
Groupe Bruxelles Lambert SA (Belgium)	2,631,560	\$ 294,375,952
ELECTRICAL COMPONENTS — 2.7%		
TE Connectivity, Ltd. (Switzerland)	2,124,600	\$ 287,267,166

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

COMMON STOCKS — Continued	Shares	Fair Value
APPLICATION SOFTWARE — 2.7%		
Alteryx, Inc. (Class A)(a)	147,315	\$ 12,672,036
Entain plc (Isle of Man)(a)	3,205,123	77,389,301
Epic Games, Inc.(c)(d)(e)	33,130	29,320,050
Nexon Co. Ltd. (Japan)	3,654,463	81,447,864
Open Text Corp. (Canada)	572,669	29,091,585
Ubisoft Entertainment SA (France)(a)	766,684	<u>53,673,007</u>
		<u>\$ 283,593,843</u>
P&C INSURANCE — 2.7%		
American International Group, Inc.(b)	5,948,177	<u>\$ 283,133,225</u>
BANKS — 2.6%		
Signature Bank	193,444	\$ 47,519,519
Wells Fargo & Co.	5,029,984	<u>227,807,975</u>
		<u>\$ 275,327,494</u>
BASE METALS — 2.3%		
Glencore plc (Switzerland)(a)	57,208,380	<u>\$ 244,887,437</u>
INSURANCE BROKERS — 2.1%		
Aon plc (Class A) (Britain)	910,807	\$ 217,464,279
Willis Towers Watson plc (Britain)	38,137	<u>8,772,273</u>
		<u>\$ 226,236,552</u>
INSTITUTIONAL BROKERAGE — 1.9%		
Jefferies Financial Group, Inc.(b)	5,858,352	<u>\$ 200,355,638</u>
E-COMMERCE DISCRETIONARY — 1.4%		
Alibaba Group Holding Ltd. (ADR) (China)(a)	673,113	<u>\$ 152,648,566</u>
RAILROAD ROLLING STOCK — 1.4%		
Westinghouse Air Brake Technologies Corp.	1,774,158	<u>\$ 146,013,203</u>
CHEMICALS — 1.2%		
International Flavors & Fragrances, Inc.	868,051	<u>\$ 129,686,819</u>
APPAREL, FOOTWEAR & ACCESSORY DESIGN — 1.2%		
Cie Financiere Richemont SA (Switzerland)	1,041,770	<u>\$ 126,048,259</u>

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

COMMON STOCKS — Continued	Shares	Fair Value
FOOD SERVICES — 1.2%		
JDE Peet S NV (Netherlands)(a)	2,023,638	\$ 73,425,588
Just Eat Takeaway.com NV (Netherlands)(a)(f)	524,837	48,460,490
		<u>\$ 121,886,078</u>
COMPUTER HARDWARE & STORAGE — 1.1%		
Dell Technologies (C Shares)(a)	1,192,689	<u>\$ 118,875,313</u>
TELECOM CARRIERS — 1.1%		
SoftBank Group Corp. (Japan)	1,605,074	<u>\$ 112,331,341</u>
AIRCRAFT & PARTS — 1.0%		
Meggitt plc (Britain)(a)	16,289,061	<u>\$ 103,920,617</u>
INFRASTRUCTURE SOFTWARE — 1.0%		
FirstEnergy Corp.	2,789,666	<u>\$ 103,803,472</u>
COMMERCIAL & RESIDENTIAL BUILDING EQUIPMENT & SYSTEMS — 1.0%		
Samsung C&T Corp. (South Korea)	835,452	<u>\$ 101,264,661</u>
HOTELS, RESTAURANTS & LEISURE — 0.9%		
Marriott International, Inc. (Class A)(a)	724,959	<u>\$ 98,971,403</u>
MIDSTREAM — OIL & GAS — 0.9%		
Kinder Morgan, Inc.(b)	5,262,897	<u>\$ 95,942,612</u>
WEALTH MANAGEMENT — 0.9%		
LPL Financial Holdings, Inc.	704,429	<u>\$ 95,083,826</u>
SPECIALTY CHEMICALS — 0.8%		
Univar Solutions, Inc.(a)	3,690,211	<u>\$ 89,967,344</u>
HOUSEHOLD PRODUCTS — 0.8%		
Unilever plc (Britain)	1,451,639	<u>\$ 84,971,043</u>
INTERNET BASED SERVICES — 0.8%		
Booking Holdings, Inc.(a)	37,488	<u>\$ 82,027,118</u>

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

COMMON STOCKS — Continued	Shares	Fair Value
REAL ESTATE OWNERS & DEVELOPERS — 0.6%		
Swire Pacific Ltd. (Class A) (Hong Kong)	10,136,602	\$ <u>68,736,666</u>
MEDICAL EQUIPMENT — 0.6%		
Olympus Corp. (Japan)	3,218,401	\$ <u>63,965,340</u>
ENTERTAINMENT CONTENT — 0.4%		
Netflix, Inc.(a)	72,931	\$ <u>38,522,883</u>
INTEGRATED UTILITIES — 0.3%		
PG&E Corp.(a)	3,597,611	\$ <u>36,587,704</u>
MARINE SHIPPING — 0.3%		
Sound Holding FP (Luxembourg)(c)(d)(e)(g)(h)	1,146,250	\$ <u>30,985,861</u>
OIL & GAS SERVICES & EQUIPMENT — 0.2%		
McDermott International Ltd.(a)(g)	14,118,980	\$ 6,918,300
McDermott International Ltd.(a)	31,866,698	<u>15,614,682</u>
		\$ <u>22,532,982</u>
TOTAL COMMON STOCKS — 73.7% (Cost \$4,580,687,765)		<u>\$ 7,828,845,314</u>
CLOSED END FUND — 0.6%		
Altaba Escrow(c)(Cost \$0)	4,756,180	\$ <u>68,488,992</u>
LIMITED PARTNERSHIPS		
FPS LLC (Marine Shipping)(c)(d)(e)(g)(h)	1,162,447	\$ 74,281,258
FPS Shelby Holding I LLC (Marine Shipping)(c)(d)(e)(g)(h)	107,799	8,876,468
GACP II L.P. (Credit)(c)(d)(e)	958,312	32,012,429
U.S. Farming Realty Trust, L.P. (Real Estate)(c)(d)(e)(g)	350,000	14,442,711
U.S. Farming Realty Trust II, L.P. (Real Estate)(c)(d)(e)(g)	120,000	<u>8,400,319</u>
TOTAL LIMITED PARTNERSHIPS — 1.3% (Cost \$158,227,567)		<u>\$ 138,013,185</u>
PREFERRED STOCKS		
ENGINEERING SERVICES — 0.1%		
McDermott International, Inc.(c)(d)(e)	22,591	\$ <u>13,554,380</u>

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

PREFERRED STOCKS — Continued	Shares	Fair Value
ENERGY — 0.0%		
Gulfport Energy Corp.(d)(e)	1,298	\$ 600,273
TOTAL PREFERRED STOCKS — 0.1% (Cost \$1,274,000)		<u>\$ 14,154,653</u>
 WARRANTS — 0.0%		
ENERGY — 0.0%		
Cie Financiere Richemont SA 11/22/2023(a) (Cost \$0)	2,521,536	<u>\$ 1,689,654</u>
 SPECIAL PURPOSE ACQUISITION COMPANIES^(a)		
DIVERSIFIED BANKS — 2.8%		
Accelerate Acquisition Corp.	1,824	\$ 18,404
African Gold Acquisition Corp.	175,509	1,774,396
Agile Growth Corp.	972,411	9,694,938
Alkuri Global Acquisition Corp. (Class A)	62,046	509,523
Angel Pond Holdings Corp.	618,627	6,186,270
Ares Acquisition Corp.	287,111	2,871,110
Athena Technology Acquisition Corp.	296,505	2,956,155
Atlantic Coastal Acquisition Corp.	1,238,597	12,311,654
Broadscale Acquisition Corp.	691,757	6,910,652
Churchill Capital Corp. VII	477,902	4,783,799
Colonnade Acquisition Corp. II	1,032,132	10,259,392
COVA Acquisition Corp.	334,885	3,378,990
DHC Acquisition Corp.	520,584	5,226,663
Digital Transformation Opportunities Corp.	72,255	715,325
Disruptive Acquisition Corp. I	1,032,135	10,290,386
ESM Acquisition Corp.	157	1,570
Flame Acquisition Corp.	1,032,145	10,476,272
Forest Road Acquisition Corp. II	646,625	6,488,882
Fortress Value Acquisition Corp. IV	75,327	753,270
FTAC Hera Acquisition Corp.	124,395	1,249,548
Fusion Acquisition Corp. II	173,927	1,737,531
GigCapital4, Inc.	1,067,809	8,192,766
Glenfarne Merger Corp.	1,033,214	10,239,151
Global Partner Acquisition Corp. II	355,596	3,520,400
Golden Arrow Merger Corp.	1,032,132	10,259,392
Gores Holdings VII, Inc.	2,391	24,101
Gores Holdings VIII, Inc.	71,754	716,105
Gores Technology Partners II, Inc.	6,490	65,874

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

<u>SPECIAL PURPOSE ACQUISITION COMPANIES — Continued</u>	Shares	Fair Value
GX Acquisition Corp. II	648,196	\$ 6,468,996
Haymaker Acquisition Corp. III	7,337	73,590
Hudson Executive Investment Corp. III	1,243,215	12,419,718
InterPrivate IV InfraTech Partners, Inc.	848,174	8,439,331
ION Acquisition Corp. 3 Ltd. (Class A) (Israel)	593,375	5,821,009
Kismet Acquisition Three Corp.	1,032,132	10,310,999
Landcadia Holdings IV, Inc.	1,243,001	12,367,860
Lazard Growth Acquisition Corp. I	20,722	207,220
Lead Edge Growth Opportunities Ltd.	111,893	1,118,930
Mason Industrial Technology, Inc.	759,575	7,648,920
Mission Advancement Corp.	613,037	6,124,240
Monument Circle Acquisition Corp.	69,903	701,826
NextGen Acquisition Corp. II	472,799	5,115,685
Northern Star Investment Corp. III	550,747	5,507,470
Northern Star Investment Corp. IV	420,679	4,206,790
Orion Acquisition Corp.	204,096	2,024,632
Pathfinder Acquisition Corp.	25	249
Peridot Acquisition Corp. II	582,407	5,818,246
Pine Technology Acquisition Corp.	964,170	9,612,775
Plum Acquisition Corp. I	964,270	9,546,273
Queen's Gambit Growth Capital	82,401	821,538
Reinvent Technology Partners Y	251	452
Reinvent Technology Partners Y (Class A)	2,008	19,839
Ross Acquisition Corp. II	231,224	2,305,303
RXR Acquisition Corp.	9,883	98,435
Silver Spike Acquisition Corp. II	93,554	942,089
Slam Corp.	714,153	7,127,247
Stratim Cloud Acquisition Corp.	575,747	5,757,470
TCW Special Purpose Acquisition Corp.	114,519	1,141,754
Tio Tech A (Germany)	296,636	2,966,360
TLG Acquisition One Corp.	1,242,983	12,330,391
Twelve Seas Investment Co. II	979,931	9,760,113
Viking Acquisitions LLC (Norway)(c)(d)(e)	9,562,500	7,404,052
		<u>\$ 295,822,321</u>
TOTAL SPECIAL PURPOSE ACQUISITION COMPANIES — 2.8%		
(Cost \$295,258,495)		<u>\$ 295,822,321</u>

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

BONDS & DEBENTURES	Principal Amount	Fair Value
CORPORATE BONDS & NOTES		
CONSUMER, CYCLICAL — 0.7%		
Royal Caribbean Cruises Ltd. — 11.500% 6/1/2025(f)	\$ 61,108,000	\$ 70,292,532
 ENERGY — 0.0%		
Gulfport Energy Corp. — 6.000% 10/15/2024(d)(e)	\$ 18,209,000	\$ —
Gulfport Energy Corp. — 6.375% 5/15/2025(d)(e)	8,822,000	—
Gulfport Energy Corp. — 6.375% 1/15/2026(d)(e)	9,128,000	—
Gulfport Energy Corp. — 6.625% 5/1/2023(d)(e)	9,417,000	—
Gulfport Energy Corp. — 8.000% 5/17/2026	4,221,128	4,537,713
		\$ 4,537,713
 TOTAL CORPORATE BONDS & NOTES — 0.7%		
(Cost \$60,539,858)		\$ 74,830,245
 CORPORATE BANK DEBT		
McDermott LC, 1M USD LIBOR — 6.335% 12/31/2021(c)(d)(e)(j)	\$ 28,718,370	\$ 23,296,034
McDermott Technology Americas, Inc., 1M USD LIBOR + 1.000% — 1.113% 6/30/2025(c)(i)	32,664,489	14,535,698
McDermott Technology Americas, Inc., 1M USD LIBOR + 3.000% — 3.093% 6/30/2024(c)(i)	1,074,102	644,461
Steenbok LUX Financial 2 SARL, PIK — 10.750% 12/31/2021(c)	703,343	718,273
Western Digital Corp. Term Loan B 4, 1M USD LIBOR + 1.750% — 1.843% 4/29/2023(c)(i)	17,010,786	16,982,378
TOTAL CORPORATE BANK DEBT — 0.5% (Cost \$127,979,879) ...		\$ 56,176,844
 U.S. TREASURIES		
U.S. Treasury Bills — 0.002% 8/24/2021(k)	\$ 80,000,000	\$ 79,994,440
U.S. Treasury Bills — 0.003% 10/21/2021(k)	120,000,000	119,979,876
U.S. Treasury Bills — 0.005% 8/5/2021(k)	50,000,000	49,997,620
U.S. Treasury Bills — 0.005% 8/26/2021(k)	35,000,000	34,997,162
U.S. Treasury Bills — 0.008% 7/15/2021(k)	42,000,000	41,999,181
U.S. Treasury Bills — 0.008% 8/12/2021(k)	110,000,000	109,992,916
U.S. Treasury Bills — 0.010% 7/1/2021(k)	40,000,000	39,999,980
U.S. Treasury Bills — 0.010% 8/10/2021(k)	50,000,000	49,997,345
U.S. Treasury Bills — 0.012% 11/4/2021(k)	130,000,000	129,976,145
U.S. Treasury Bills — 0.013% 8/19/2021(k)	100,000,000	99,993,170
U.S. Treasury Bills — 0.018% 9/2/2021(k)	71,000,000	70,993,120

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

BONDS & DEBENTURES — Continued	Principal Amount	Fair Value
U.S. Treasury Bills — 0.018% 11/12/2021(k)	\$ 47,000,000	\$ 46,990,389
U.S. Treasury Bills — 0.032% 7/27/2021(k)	65,000,000	64,997,575
U.S. Treasury Bills — 0.034% 7/22/2021(k)	97,000,000	96,997,022
U.S. Treasury Bills — 0.042% 8/3/2021(k)	70,000,000	69,996,878
U.S. Treasury Bills — 0.042% 9/9/2021(k)	45,000,000	44,995,086
U.S. Treasury Bills — 0.046% 9/23/2021(k)	75,000,000	74,991,045
U.S. Treasury Cash Management Bills — 0.011% 9/14/2021(k)	48,000,000	47,995,056
U.S. Treasury Cash Management Bills — 0.018% 9/7/2021(k)	42,000,000	41,996,094
TOTAL U.S. TREASURIES — 12.4% (Cost \$1,316,962,179)		<u>\$ 1,316,880,100</u>
 TOTAL BONDS & DEBENTURES — 13.6% (Cost \$1,505,481,916) ...		<u>\$ 1,447,887,189</u>
 TOTAL INVESTMENT SECURITIES — 92.1% (Cost \$6,540,929,743)		<u>\$ 9,794,901,308</u>
 SHORT-TERM INVESTMENTS		
Apple, Inc.		
— 0.041% 7/29/2021	\$ 75,000,000	\$ 74,997,667
— 0.041% 7/30/2021	20,000,000	19,999,355
— 0.051% 8/10/2021	52,000,000	51,997,111
— 0.051% 8/11/2021	20,000,000	19,998,861
Chevron Corp.		
— 0.02% 7/20/2021	60,000,000	59,999,367
— 0.03% 7/6/2021	25,000,000	24,999,896
— 0.03% 7/7/2021	50,000,000	49,999,750
— 0.020% 7/21/2021	47,000,000	46,999,478
— 0.041% 7/8/2021	30,000,000	29,999,767
— 0.041% 7/9/2021	60,000,000	59,999,467
— 0.041% 7/12/2021	70,000,000	69,999,144
— 0.041% 7/13/2021	30,000,000	29,999,600
— 0.041% 7/14/2021	60,000,000	59,999,133
Exxon Mobil Corp.		
— 0.041% 7/27/2021	56,000,000	55,998,382
— 0.061% 8/2/2021	55,000,000	54,997,067
— 0.061% 8/17/2021	100,000,000	99,992,167
— 0.061% 8/23/2021	60,000,000	59,994,700
Johnson & Johnson — 0.010% 7/8/2021	43,700,000	43,699,915

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021
(Unaudited)

SHORT-TERM INVESTMENTS — Continued	Shares or Principal Amount	Fair Value
State Street Bank Repurchase Agreement — 0.00% 7/1/2021 (Dated 06/30/2021, repurchase price of \$18,333,000, collateralized by \$18,747,300 principal amount U.S. Treasury Notes — 0.125% 2023, fair value \$18,699,701)(l)	\$ 18,333,000	<u>\$ 18,333,000</u>
TOTAL SHORT-TERM INVESTMENTS — 8.8% (Cost \$932,003,827)		<u>\$ 932,003,827</u>
TOTAL INVESTMENTS — 100.9% (Cost \$7,472,933,570)		<u>\$10,726,905,135</u>
SECURITIES SOLD SHORT — (3.2)% COMMON STOCKS SOLD SHORT — (0.2)%		
Softbank Corp. (Japan)	(1,166,548)	<u>\$ (15,262,411)</u>
OTHER COMMON STOCKS SOLD SHORT(m)		<u>\$ (301,045,203)</u>
TOTAL COMMON STOCKS SOLD SHORT (Proceeds \$264,992,977) ..		<u>\$ (316,307,614)</u>
CORPORATE BONDS & NOTES SOLD SHORT — (0.2)%		
Western Digital Corp. — 4.750% 2/15/2026	\$ (19,366,000)	<u>\$ (21,484,330)</u>
TOTAL CORPORATE BONDS & NOTES SOLD SHORT (Proceeds \$19,392,859)		<u>\$ (21,484,330)</u>
TOTAL SECURITIES SOLD SHORT (Proceeds \$284,385,836)		<u>\$ (337,791,944)</u>
Other assets and liabilities, net — 2.3%		<u>\$ 237,530,665</u>
NET ASSETS — 100.0%		<u><u>\$10,626,643,856</u></u>

- (a) Non-income producing security.
- (b) As of June 30, 2021, investments with a value of \$1,039,592,500 were fully or partially segregated with the broker(s)/custodian as collateral for short option contracts.
- (c) Restricted securities. These restricted securities constituted 3.49% of total net assets at June 30, 2021, most of which are considered liquid by the Adviser. These securities are not registered and may not be sold to the public. There are legal and/or contractual restrictions on resale. The Fund does not have the right to demand that such securities be registered. The values of these securities are determined by valuations provided by pricing services, brokers, dealers, market makers, or in good faith under policies adopted by authority of the Fund's Board of Trustees.

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021

(Unaudited)

- (d) These securities have been valued in good faith under policies adopted by authority of the Board of Trustees in accordance with the Fund's fair value procedures. These securities constituted 2.29% of total net assets at June 30, 2021.
- (e) Investments categorized as a significant unobservable input (Level 3) (See Note 8 of the Notes to Financial Statements).
- (f) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration, typically only to qualified institutional buyers. Unless otherwise indicated, these securities are not considered to be illiquid.
- (g) Affiliated Security.
- (h) Controlled company.
- (i) Variable/Floating Rate Security — The rate shown is based on the latest available information as of June 30, 2021. For Corporate Bank Debt, the rate shown may represent a weighted average interest rate. Certain variable rate securities are not based on a published rate and spread but are determined by the issuer or agent and are based on current market conditions. These securities do not indicate a reference rate and spread in their description.
- (j) All or a portion of this holding is subject to unfunded loan commitments. The stated interest rate reflects the weighted average of the reference rate and spread for the funded portion, if any, and the commitment fees on the portion of the loan that is unfunded. See Note 11.
- (k) Zero coupon bond. Coupon amount represents effective yield to maturity.
- (l) Security pledged as collateral (See Note 10 of the Notes to Financial Statements).
- (m) As permitted by U.S. Securities and Exchange Commission regulations, "Other" Common Stocks include holdings in their first year of acquisition that have not previously been publicly disclosed.

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021

(Unaudited)

Purchased Options

<u>Description</u>	<u>Pay/ Receive Floating Rate</u>	<u>Floating Rate Index</u>	<u>Exercise Rate</u>	<u>Expiration Date</u>	<u>Counterparty</u>	<u>Notional Amount</u>	<u>Premium</u>	<u>Fair Value</u>
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	2/15/2023	Barclays Bank PLC	\$4,776,000,000	\$ 1,265,640	\$ 1,289,520
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	2/22/2023	Barclays Bank PLC	4,776,000,000	1,265,640	1,289,520
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	3/01/2023	Barclays Bank PLC	4,776,000,000	1,265,640	1,337,280
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	3/08/2023	Barclays Bank PLC	4,776,000,000	1,265,640	1,337,280
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	2/15/2023	Goldman Sachs International	9,204,500,000	2,531,237	1,840,900
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	2/22/2023	Goldman Sachs International	9,204,500,000	2,531,238	1,932,945

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021

(Unaudited)

Description	Pay/ Receive Floating Rate	Floating Rate Index	Exercise Rate	Expiration Date	Counterparty	Notional Amount	Premium	Fair Value
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	3/01/2023	Goldman Sachs International	\$9,204,500,000	\$ 2,531,237	\$ 1,932,945
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	3/08/2023	Goldman Sachs International	9,204,500,000	2,531,238	2,024,990
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	2/15/2023	Morgan Stanley	5,062,500,000	1,265,625	860,625
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	2/22/2023	Morgan Stanley	5,062,500,000	1,265,625	860,625
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	3/01/2023	Morgan Stanley	5,062,500,000	1,265,625	911,250
Call — CMS Cap Swap(c)(e)	Receive	Maximum of [0, 30-Year — 3-Year — USD-ISDA Swap Rate — 0.04]	0.04%	3/08/2023	Morgan Stanley	5,062,500,000	1,265,625	911,250
Call — OIS Cap Swap(c)(e)	Receive	3-Month USD-LIBOR	0.68%	1/11/2029	Morgan Stanley	260,061,813	<u>7,038,227</u>	<u>14,594,669</u>
							<u>\$27,288,237</u>	<u>\$31,123,799</u>

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS (Continued)

June 30, 2021

(Unaudited)

Written Options

<u>Description</u>	<u>Pay/ Receive Floating Rate</u>	<u>Floating Rate Index</u>	<u>Exercise Rate</u>	<u>Expiration Date</u>	<u>Counterparty</u>	<u>Notional Amount</u>	<u>Premium</u>	<u>Fair Value</u>
Put — OIS Floor Swap (c)(e)	Pay	3-Month USD-LIBOR	0.35%	1/11/2029	Morgan Stanley	\$(260,061,813)	<u>\$(7,038,227)</u>	<u>\$(4,348,234)</u>

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS — RESTRICTED SECURITIES

June 30, 2021
(Unaudited)

<u>Issuer</u>	<u>Acquisition Date(s)</u>	<u>Cost</u>	<u>Fair Value</u>	<u>Fair Value as a % of Net Assets</u>
Altaba Escrow	09/26/2014, 09/29/2014, 09/30/2014, 10/03/2014, 10/06/2014, 10/07/2014, 08/28/2015, 11/01/2016, 11/02/2016, 11/03/2016	\$ —	\$ 68,488,992	0.64%
CMS CAP SWAPTION 4.000 FEB23 4.000 CALL Barclays Bank PLC 4.000% 02/15/2023	02/26/2020	1,265,640	1,289,520	0.01%
CMS CAP SWAPTION 4.000 FEB23 4.000 CALL Barclays Bank PLC 4.000% 02/22/2023	02/26/2020	1,265,640	1,289,520	0.01%
CMS CAP SWAPTION 4.000 MAR23 4.000 CALL Barclays Bank PLC 4.000% 03/01/2023	02/26/2020	1,265,640	1,337,280	0.01%
CMS CAP SWAPTION 4.000 MAR23 4.000 CALL Barclays Bank PLC 4.000% 03/08/2023	02/26/2020	1,265,640	1,337,280	0.01%
CMS CAP SWAPTION 4.000 FEB23 4.000 CALL Goldman Sachs International 4.000% 02/15/2023	02/26/2020	2,531,237	1,840,900	0.02%
CMS CAP SWAPTION 4.000 FEB23 4.000 CALL Goldman Sachs International 4.000% 02/22/2023	02/26/2020	2,531,238	1,932,945	0.02%
CMS CAP SWAPTION 4.000 MAR23 4.000 CALL Goldman Sachs International 4.000% 03/01/2023	02/26/2020	2,531,237	1,932,945	0.02%
CMS CAP SWAPTION 4.000 MAR23 4.000 CALL Goldman Sachs International 4.000% 03/08/2023	02/26/2020	2,531,238	2,024,990	0.02%
CMS CAP SWAPTION 4.000 FEB23 4.000 CALL Morgan Stanley 4.000% 02/15/2023	02/26/2020	1,265,625	860,625	0.01%

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS — RESTRICTED SECURITIES (Continued)

June 30, 2021
(Unaudited)

Issuer	Acquisition Date(s)	Cost	Fair Value	Fair Value as a % of Net Assets
CMS CAP SWAPTION 4.000 FEB23 4.000 CALL Morgan Stanley 4.000% 02/22/2023	02/26/2020	\$ 1,265,625	\$ 860,625	0.01%
CMS CAP SWAPTION 4.000 MAR23 4.000 CALL Morgan Stanley 4.000% 03/01/2023	02/26/2020	1,265,625	911,250	0.01%
CMS CAP SWAPTION 4.000 MAR23 4.000 CALL Morgan Stanley 4.000% 03/08/2023	02/26/2020	1,265,625	911,250	0.01%
Epic Games, Inc.	06/25/2020	19,049,750	29,320,050	0.27%
FPS LLC (Marine Shipping)	01/11/2021, 04/13/2021	106,213,517	74,281,258	0.70%
FPS Shelby Holding I LLC	02/04/2020, 03/26/2020, 04/29/2020, 07/24/2020	10,191,934	8,876,468	0.08%
GACP II L.P. (Credit)	01/17/2020	21,832,680	32,012,429	0.30%
McDermott International, Inc.	12/31/2020	—	13,554,380	0.13%
MCDERMOTT LC — 6.335% 12/31/2021	03/04/2021, 03/05/2021	28,718,370	23,296,034	0.22%
McDermott Technology Americas, Inc., 1M USD LIBOR + 1.000% — 1.113% 6/30/2025	07/20/2020, 07/29/2020, 08/03/2020, 09/01/2020, 11/02/2020, 11/30/2020, 12/31/2020, 01/05/2021	73,548,626	14,535,698	0.14%
McDermott Technology Americas, Inc., 1M USD LIBOR + 3.000% — 3.093% 6/30/2024	07/01/2020	1,096,603	644,461	0.01%
OIS CAP SWAPTION 0.680 JAN29 0.680 CALL Morgan Stanley 0.680% 01/11/2029	10/19/2020	7,038,227	14,594,669	0.14%
OIS FLOOR SWAPTION 0.350 JAN29 0.350 PUT Morgan Stanley 0.350% 01/11/2029	10/19/2020	(7,038,227)	(4,348,234)	(0.04)%
Sound Holding FP	10/07/2013	68,546,025	30,985,861	0.29%
Steenbok LUX Financial 2 SARL, PIK — 10.750% 12/31/2021	06/30/2021	739,257	718,273	0.01%

FPA CRESCENT FUND
PORTFOLIO OF INVESTMENTS — RESTRICTED SECURITIES (Continued)

June 30, 2021
(Unaudited)

<u>Issuer</u>	<u>Acquisition Date(s)</u>	<u>Cost</u>	<u>Fair Value</u>	<u>Fair Value as a % of Net Assets</u>
U.S. Farming Realty Trust II, L.P. (Real Estate)	12/24/2012, 04/29/2013, 06/17/2013, 10/28/2013, 01/14/2014, 04/22/2014, 06/25/2014, 09/09/2014, 10/08/2014, 12/18/2014, 06/18/2015, 07/29/2015	\$ 9,498,194	\$ 8,400,319	0.08%
U.S. Farming Realty Trust, L.P. (Real Estate)	11/26/2010, 01/31/2011, 03/09/2011, 04/15/2011, 05/10/2011, 06/27/2011, 08/15/2011, 10/17/2011, 10/28/2011, 11/28/2011, 01/03/2012, 01/26/2012, 04/05/2012, 07/13/2012, 12/07/2012, 08/01/2013	10,491,242	14,442,711	0.13%
Viking Acquisitions LLC	06/03/2021	7,607,534	7,404,052	0.07%
Western Digital Corp. Term Loan B 4, 1M USD LIBOR + 1.750% — 1.843% 4/29/2023	04/05/2021, 04/07/2021, 04/22/2021	16,817,748	16,982,378	0.16%
TOTAL RESTRICTED SECURITIES		<u>\$394,601,490</u>	<u>\$370,718,929</u>	<u>3.49%</u>

See accompanying Notes to Financial Statements.

FPA CRESCENT FUND

STATEMENT OF ASSETS AND LIABILITIES

June 30, 2021
(Unaudited)

ASSETS

Investment securities — at fair value (identified cost \$6,299,272,369)	\$ 9,650,996,391
Investments in affiliates — at fair value (identified cost \$241,657,374)	143,904,917
Short-term investments — at amortized cost (maturities 60 days or less)	932,003,827
Purchased options, at value (premiums paid \$27,288,237)	31,123,799
Deposits for securities sold short	284,667,071
Cash	2,104,341
Foreign currencies at value (identified cost \$451,614)	451,685
Receivable for:	
Investment securities sold	46,899,217
Dividends and interest	14,777,415
Capital Stock sold	<u>2,496,669</u>
Total assets	<u>11,109,425,332</u>

LIABILITIES

Securities sold short, at fair value (proceeds \$284,385,836)	337,791,944
Written options, at value (premiums received \$7,038,227)	4,348,234
Payable for:	
Due to broker — OTC derivatives collateral	20,284,124
Advisory fees	8,688,520
Investment securities purchased	7,999,934
Capital Stock repurchased	5,508,215
Accrued expenses and other liabilities	<u>98,160,505</u>
Total liabilities	<u>482,781,476</u>

NET ASSETS \$10,626,643,856

SUMMARY OF SHAREHOLDERS' EQUITY

Capital Stock — no par value; unlimited authorized shares; 267,779,152 outstanding shares	\$ 6,850,014,719
Distributable earnings	<u>3,776,629,137</u>

NET ASSETS \$10,626,643,856

Institutional Class

Net Assets	<u>\$8,854,668,577</u>
Shares outstanding, no par value; unlimited authorized shares	<u>223,124,084</u>
Offering and redemption price per share	<u>\$39.68</u>

Supra Institutional Class:

Net Assets	<u>\$1,771,975,279</u>
Shares outstanding, no par value; unlimited authorized shares	<u>44,655,068</u>
Offering and redemption price per share	<u>\$39.68</u>

See accompanying Notes to Financial Statements.

FPA CRESCENT FUND

STATEMENT OF OPERATIONS

For the Six Months Ended June 30, 2021
(Unaudited)

INVESTMENT INCOME

Dividends (net of foreign taxes withheld of \$3,207,107)	\$ 67,934,467
Interest	<u>8,252,618</u>
Total investment income	<u>76,187,085</u>

EXPENSES

Advisory fees	48,931,026
Short sale dividend expense	1,760,588
Transfer agent fees and expenses	1,892,859
Reports to shareholders	255,940
Custodian fees	252,225
Administrative services fees — Institutional Class	3,350,389
Other professional fees	231,998
Administrative services fees — Supra Institutional Class	115,760
Trustee fees and expenses	191,374
Legal fees	133,328
Filing fees	82,157
Audit and tax services fees	24,049
Redemption liquidity service	521,788
Other	<u>56,412</u>
Total expenses	<u>57,799,893</u>
Reimbursement from Adviser	<u>(1,032,335)</u>
Net expenses	<u>56,767,558</u>
Net investment income	<u>19,043,076</u>

NET REALIZED AND UNREALIZED GAIN (LOSS)

Net realized gain (loss) on:	
Investments	456,049,079
In-kind redemptions	263,101,467
Swap contracts	(3,273,435)
Investments in foreign currency transactions	(74,715)
Net change in unrealized appreciation (depreciation) of:	
Investments	596,440,668
Investments in affiliates	(13,314,409)
Investment securities sold short	(20,184,922)
Written options	2,005,076
Purchased options	7,277,714
Swap contracts	1,591,624
Translation of foreign currency denominated amounts	<u>(306,128)</u>
Net realized and unrealized gain	<u>1,289,312,019</u>

NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS \$1,308,355,095

See accompanying Notes to Financial Statements.

FPA CRESCENT FUND

STATEMENTS OF CHANGES IN NET ASSETS

	<u>Six Months Ended</u> <u>June 30, 2021</u> <u>(Unaudited)</u>	<u>Year Ended</u> <u>December 31, 2020</u>
INCREASE (DECREASE) IN NET ASSETS		
Operations:		
Net investment income	\$ 19,043,076	\$ 59,992,476
Net realized gain	715,802,396	816,651,617
Net change in unrealized appreciation (depreciation)	<u>573,509,623</u>	<u>(296,372,002)</u>
Net increase in net assets resulting from operations	<u>1,308,355,095</u>	<u>580,272,091</u>
Distributions to shareholders — Institutional Class	(235,847,396)	(510,592,905)
Distributions to shareholders — Supra Institutional Class	<u>(47,701,409)</u>	<u>(12,461,447)(a)</u>
Total distributions to shareholders	<u>(283,548,805)</u>	<u>(523,054,352)</u>
Capital Stock transactions:(b)		
Proceeds from Capital Stock sold	1,315,160,238	2,408,393,979
Proceeds from shares issued to shareholders upon reinvestment of dividends and distributions	239,510,133	458,862,950
Cost of Capital Stock repurchased(c)	<u>(2,035,468,361)</u>	<u>(6,850,927,376)</u>
Net decrease from Capital Stock transactions	<u>(480,797,990)</u>	<u>(3,983,670,447)</u>
Total change in net assets	544,008,300	(3,926,452,708)
NET ASSETS		
Beginning of period	<u>10,082,635,556</u>	<u>14,009,088,264</u>
End of period	<u>\$10,626,643,856</u>	<u>\$10,082,635,556</u>

(a) Period from September 4, 2020, date operations commenced, through December 31, 2020.

(b) See Note 9, Capital Stock, in the Notes to Financial Statements.

(c) Net of redemption fees of \$205,419 and \$444,210 for the period ended June 30, 2021 and year ended December 31, 2020, respectively, see Note 7.

See accompanying Notes to Financial Statements.

FPA CRESCENT FUND

FINANCIAL HIGHLIGHTS

	Six Months Ended June 30, 2021 (Unaudited)	Year Ended December 31,				
		2020	2019	2018	2017	2016
Institutional Class						
Per share operating performance:						
Net asset value at beginning of period	\$35.97	\$33.83	\$29.53	\$34.69	\$32.61	\$31.06
Income from investment operations:						
Net investment income*	0.07	0.18	0.62	0.24	0.23	0.24
Net realized and unrealized gain (loss) on investment securities	4.72	3.69	5.25	(2.78)	3.14	2.93
Total from investment operations	4.79	3.87	5.87	(2.54)	3.37	3.17
Less distributions:						
Dividends from net investment income	(0.22)	(0.11)	(0.80)	(0.21)	(0.34)	(0.29)
Distributions from net realized capital gains	(0.86)	(1.62)	(0.77)	(2.41)	(0.95)	(1.34)
Total distributions	(1.08)	(1.73)	(1.57)	(2.62)	(1.29)	(1.63)
Redemption fees	—**	—**	—**	—**	—**	0.01
Net asset value at end of period	\$39.68	\$35.97	\$33.83	\$29.53	\$34.69	\$32.61
Total investment return	13.34%	12.11%	20.02%	(7.43)%	10.39%	10.25%
Ratios/supplemental data:						
Net assets, end of period (in 000's)	\$8,854,669	\$8,903,455	\$14,009,883	\$13,707,240	\$17,484,747	\$16,555,035
Ratio of expenses to average net assets:						
Before reimbursement from Adviser	1.11%†‡	1.15%‡	1.23%‡	1.18%‡	1.10%‡	1.09%‡
After reimbursement from Adviser	1.09%†‡	1.13%‡	1.23%‡	1.18%‡	1.10%‡	1.09%‡
Net investment income:						
Before reimbursement from Adviser	0.33%†	0.54%	1.90%	0.70%	0.66%	0.77%
After reimbursement from Adviser	0.35%†	0.56%	1.90%	0.70%	0.66%	0.77%
Portfolio turnover rate	23%†	29%	23%	64%	18%	35%

* Per share amount is based on average shares outstanding.

** Rounds to less than \$0.01 per share.

† Annualized

‡ For the periods ended June 30, 2021, December 31, 2020, December 31, 2019, December 31, 2018, December 31, 2017 and December 31, 2016, the expense ratio includes short sale dividend expense equal to 0.03%, 0.07%, 0.16%, 0.11%, 0.03% and 0.02% of average net assets, respectively.

See accompanying Notes to Financial Statements.

FPA CRESCENT FUND

FINANCIAL HIGHLIGHTS

	<u>Six Months Ended June 30, 2021 (Unaudited)</u>	<u>Period from September 4, through December 31, 2020</u>
Supra Institutional Class		
Per share operating performance:		
Net asset value at beginning of period	<u>\$35.98</u>	<u>\$31.96</u>
Income from investment operations:		
Net investment income*	0.09	0.01
Net realized and unrealized gain on investment securities	<u>4.70</u>	<u>4.81</u>
Total from investment operations	<u>4.79</u>	<u>4.82</u>
Less distributions:		
Dividends from net investment income	(0.23)	—
Distributions from net realized capital gains	<u>(0.86)</u>	<u>(0.80)</u>
Total distributions	<u>(1.09)</u>	<u>(0.80)</u>
Redemption fees	<u>—</u> **	<u>—</u> **
Net asset value at end of period	<u>\$39.68</u>	<u>\$35.98</u>
Total investment return	13.34%	15.08%
Ratios/supplemental data:		
Net assets, end of period (in \$000's)	\$1,771,975	\$1,179,180
Ratio of expenses to average net assets:		
Before reimbursement from Adviser	1.05%†‡	1.14%†‡
After reimbursement from Adviser	1.03%†‡	1.11%†‡
Net investment income:		
Before reimbursement from Adviser	0.45%†	0.07%†
After reimbursement from Adviser	0.47%†	0.10%†
Portfolio turnover rate	23%†	29%

* Per share amount is based on average shares outstanding.

** Rounds to less than \$0.01 per share.

† Annualized.

‡ For the periods ended June 30, 2021 and December 31, 2020, the expense ratio includes short sale dividend expense equal to 0.03% and 0.13% of average net assets, respectively.

See accompanying Notes to Financial Statements.

FPA CRESCENT FUND

NOTES TO FINANCIAL STATEMENTS

June 30, 2021
(Unaudited)

NOTE 1 — Significant Accounting Policies

FPA Crescent Fund (the “Fund”), a series of the FPA Funds Trust, is registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company. The Fund’s investment objective is to seek to generate equity-like returns over the long-term, take less risk than the market and avoid permanent impairment of capital. The Fund qualifies as an investment company pursuant to Financial Accounting Standard Board (FASB) Accounting Standards Codification (ASC) No. 946, Financial Services — Investment Companies.

The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of its financial statements.

A. Security Valuation

The Fund’s investments are reported at fair value as defined by accounting principles generally accepted in the United States of America, (“U.S. GAAP”). The Fund generally determines its net asset value as of approximately 4:00 p.m. New York time each day the New York Stock Exchange is open. Further discussion of valuation methods, inputs and classifications can be found under Disclosure of Fair Value Measurements.

B. Securities Transactions and Related Investment Income

Securities transactions are accounted for on the date the securities are purchased or sold. Dividend income and distributions to shareholders are recorded on the ex-dividend date. Interest income and expenses are recorded on an accrual basis. Market discounts and premiums on fixed income securities are amortized over the expected life of the securities. Realized gains or losses are based on the specific identification method. The books and records of the Fund are maintained in U.S. dollars as follows: (1) the foreign currency fair value of investment securities, and other assets and liabilities stated in foreign currencies, are translated using the daily spot rate; and (2) purchases, sales, income and expenses are translated at the rate of exchange prevailing on the respective dates of such transactions. The resultant exchange gains and losses are included in net realized or net unrealized gain (loss) in the statement of operations.

C. Use of Estimates

The preparation of the financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported. Actual results could differ from those estimates. Actual results could differ from those estimates.

D. Recent Accounting Pronouncements

In August 2018, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2018-13, *Fair Value Measurement (Topic 820) — Disclosure Framework — Changes to the Disclosure Requirements for Fair Value Measurement*. The amendments eliminate certain disclosure requirements for fair value measurements for all entities, requires public entities to disclose certain new information and modifies some disclosure requirements. The new guidance is effective for all entities for fiscal years beginning after December 15, 2019 and for interim periods within those fiscal years. The Fund has adopted the standard for the current fiscal year and the changes are incorporated into the financial statements.

In March 2020, the FASB issued ASU 2020-04, Reference Rate Reform (Topic 848) Facilitation of the Effects of Reference Rate Reform on Financial Reporting, which provides optional expedients and exceptions for applying GAAP to contracts, hedging relationships, and other transaction to ease the potential burden in accounting for (or recognizing the effects of) reference rate reform on financial reporting if certain criteria

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

are met. The guidance is effective from March 12, 2020 through December 31, 2022. As of June 30, 2021, the guidance did not have a material impact on the Financial Statements.

NOTE 2 — Risk Considerations

Investing in the Fund may involve certain risks including, but not limited to, those described below.

Market Risk: Because the values of the Fund's investments will fluctuate with market conditions, so will the value of your investment in the Fund. You could lose money on your investment in the Fund or the Fund could underperform other investments.

Common Stocks and Other Securities (Long): The prices of common stocks and other securities held by the Fund may decline in response to certain events taking place around the world, including; those directly involving companies whose securities are owned by the Fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations.

Common Stocks and Other Securities (Short): The prices of common stocks and other securities sold short rise between the date of the short sale and the date on which the Fund replaces the borrowed security. In addition, the Fund repays the person that lent it the security for any interest or dividends that may have accrued.

Interest Rate and Credit Risk: The values of, and the income generated by, most debt securities held by the Fund may be affected by changing interest rates and by changes in the effective maturities and credit rating of these securities. For example, the value of debt securities in the Fund's portfolio generally will decline when interest rates rise and increase when interest rates fall. In addition, falling interest rates may cause an issuer to redeem, call or refinance a security before its stated maturity, which may result in the Fund having to reinvest the proceeds in lower yielding securities. Debt securities are subject to credit risk, meaning that the issuer of the debt security may default or fail to make timely payments of principal or interest. The values of any of the Fund's investments may also decline in response to events affecting the issuer or its credit rating. The lower rated debt securities in which the Fund may invest are considered speculative and are generally subject to greater volatility and risk of loss than investment grade securities, particularly in deteriorating economic conditions.

Repurchase Agreements: Repurchase agreements permit the Fund to maintain liquidity and earn income over periods of time as short as overnight. Repurchase agreements held by the Fund are fully collateralized by U.S. Government securities, or securities issued by U.S. Government agencies, or securities that are within the three highest credit categories assigned by established rating agencies (Aaa, Aa, or A by Moody's or AAA, AA or A by Standard & Poor's) or, if not rated by Moody's or Standard & Poor's, are of equivalent investment quality as determined by the Adviser. Such collateral is in the possession of the Fund's custodian. The collateral is evaluated daily to ensure its fair value equals or exceeds the current fair value of the repurchase agreements including accrued interest. In the event of default on the obligation to repurchase, the Fund has the right to liquidate the collateral and apply the proceeds in satisfaction of the obligation.

The Fund may enter into repurchase agreements, under the terms of a Master Repurchase Agreement ("MRA"). The MRA permits the Fund, under certain circumstances including an event of default (such as bankruptcy or insolvency), to offset payables and/or receivables under the MRA with collateral held and/or posted to the counterparty and create one single net payment due to or from the Fund. However, bankruptcy or insolvency laws of a particular jurisdiction may impose restrictions on or prohibitions against such a right of offset in the event of a MRA counterparty's bankruptcy or insolvency. Pursuant to the terms of the MRA, the Fund receives securities as collateral with a fair value in excess of the repurchase price to be received by the Fund upon the

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

maturity of the repurchase transaction. Upon a bankruptcy or insolvency of the MRA counterparty, the Fund recognizes a liability with respect to such excess collateral to reflect the Fund's obligation under bankruptcy law to return the excess to the counterparty. Repurchase agreements outstanding at the end of the period are listed in the Fund's Portfolio of Investments.

Special Purpose Acquisition Companies Risk — A Fund may invest in stock, warrants, and other securities of special purpose acquisition companies ("SPACs") or similar special purpose entities that pool funds to seek potential acquisition opportunities. Because SPACs and similar entities are in essence blank check companies without operating history or ongoing business other than seeking acquisitions, the value of their securities is particularly dependent on the ability of the entity's management to identify and complete a profitable acquisition. An investment in a SPAC is subject to a variety of risks, including that (i) a portion of the monies raised by the SPAC for the purpose of effecting an acquisition or merger may be expended prior to the transaction for payment of taxes and other purposes; (ii) prior to any acquisition or merger, a SPAC's assets are typically invested in government securities, money market funds and similar investments whose returns or yields may be significantly lower than those of a Fund's other investments; (iii) a Fund generally will not receive significant income from its investments in SPACs (both prior to and after any acquisition or merger) and, therefore, a Fund's investments in SPACs will not significantly contribute to a Fund's distributions to shareholders; (iv) an attractive acquisition or merger target may not be identified at all, in which case the SPAC will be required to return any remaining monies to shareholders; (v) if an acquisition or merger target is identified, a Fund may elect not to participate in the proposed transaction or a Fund may be required to divest its interests in the SPAC due to regulatory or other considerations, in which case the warrants or other rights with respect to the SPAC held by a Fund may expire worthless or may be repurchased or retired by the SPAC at an unfavorable price; (vi) any proposed merger or acquisition may be unable to obtain the requisite approval, if any, of SPAC shareholders; (vii) under any circumstances in which a Fund receives a refund of all or a portion of its original investment (which typically represents a pro rata share of the proceeds of the SPAC's assets, less any applicable taxes), the returns on that investment may be negligible, and a Fund may be subject to opportunity costs to the extent that alternative investments would have produced higher returns; (viii) to the extent an acquisition or merger is announced or completed, shareholders who redeem their shares prior to that time may not reap any resulting benefits; (ix) a Fund may be delayed in receiving any redemption or liquidation proceeds from a SPAC to which it is entitled; (x) an acquisition or merger once effected may prove unsuccessful and an investment in the SPAC may lose value; (xi) an investment in a SPAC may be diluted by additional later offerings of interests in the SPAC or by other investors exercising existing rights to purchase shares of the SPAC; (xii) only a thinly traded market for shares of or interests in a SPAC may develop, or there may be no market at all, leaving a Fund unable to sell its interest in a SPAC or to sell its interest only at a price below what a Fund believes is the SPAC interest's intrinsic value; and (xiii) the values of investments in SPACs may be highly volatile and may depreciate significantly over time.

Many countries have experienced outbreaks of infectious illnesses in recent decades, including swine flu, avian influenza, SARS and, more recently, COVID-19. The global outbreak of COVID-19 in early 2020 has resulted in various disruptions, including travel and border restrictions, quarantines, supply chain disruptions, lower consumer demand and general market uncertainty. The effects of COVID-19 have and may continue to adversely affect the global economy, financial markets and the economies of certain nations and individual issuers, any of which may negatively impact the Fund and its holdings. Similar consequences could arise as a result of the spread of other infectious diseases.

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 3 — Purchases and Sales of Investment Securities

Cost of purchases of investment securities (excluding short-term investments) aggregated \$987,390,940 for the period ended June 30, 2021. The proceeds and cost of securities sold resulting in net realized gains of \$719,150,546 aggregated \$1,996,534,321 and \$1,277,383,775, respectively, for the period ended June 30, 2021.

NOTE 4 — Federal Income Tax

No provision for federal income tax is required because the Fund has elected to be taxed as a “regulated investment company” under the Internal Revenue Code (the “Code”) and intends to maintain this qualification and to distribute each year to its shareholders, in accordance with the minimum distribution requirements of the Code, its taxable net investment income and taxable net realized gains on investments.

The cost of investment securities held at June 30, 2021 was \$6,578,755,157 for federal income tax purposes. Gross unrealized appreciation and depreciation for all investment at June 30, 2021, for federal income tax purposes was \$3,417,536,538 and \$201,390,387, respectively resulting in net unrealized appreciation of \$3,216,146,151. As of and during the period ended June 30, 2021, the Fund did not have any liability for unrecognized tax benefits. 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 or penalties. The statute of limitations remains open for the last 3 years, once a return is filed. No examinations are in progress at this time.

NOTE 5 — Advisory Fees and Other Affiliated Transactions

Pursuant to an Investment Advisory Agreement (the “Agreement”), advisory fees were paid by the Fund to First Pacific Advisors, LP (the “Adviser”).

Effective September 4, 2020, the Board approved the addition of the Supra Institutional Class shares and the reduction in the annual advisory fee rate paid by the Fund to 0.93%. The current management fee rate paid by Institutional Class shares is 1.00% and Supra Institutional Class shares is 0.94%, which includes both the advisory fee of 0.93% and a class-specific administrative service fee of 0.07% for Institutional Class and 0.01% for Supra Institutional Class. In addition, the Adviser has contractually agreed to reimburse operating expenses in excess of 0.05% of the average daily net assets of the Fund, excluding management fees, administrative service fees, short sale dividend expenses and interest expenses on cash deposits relating to short sales, brokerage fees and commissions, redemption liquidity service expense, interest, taxes, fees and expenses of other funds in which the Fund invests, and extraordinary expenses, including litigation expenses not incurred in the Fund’s ordinary course of business, through April 30, 2022. The Adviser has also contractually agreed to reimburse the Fund for redemption liquidity service expenses in excess of 0.0044% of the average net assets of the Fund through April 30, 2022. This agreement may only be terminated earlier by the Fund’s Board of Trustees (the “Board”) or upon termination of the Advisory Agreement. The reductions and reimbursements are in amounts that maintain total operating expenses at or below certain limits. The limit is expressed as a percentage of average daily net assets attributable to the Fund on an annualized basis during the reporting period. The expenses borne by the Adviser are subject to reimbursement by the Fund through the fiscal year end, provided no reimbursement will be made it would result in the Fund exceeding the total operating expense limits. Any amounts outstanding at the end of the period are shown as an expense reimbursement from Adviser or expense reimbursement to Adviser on the Statement of Assets and Liabilities.

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

For the period ended June 30, 2021, the Fund paid aggregate fees and expenses of \$191,374 to all Trustees who are not affiliated persons of the Adviser. Certain officers of the Fund are also officers of the Adviser.

NOTE 6 — Securities Sold Short

The Fund maintains cash deposits and segregates marketable securities in amounts equal to the current fair value of the securities sold short or the fair value of the securities at the time they were sold short, whichever is greater. The Fund considers cash deposits held in connection with securities sold short to be restricted cash. The restriction will lapse when the related short positions are terminated. Possible losses from short sales may be unlimited, whereas losses from purchases cannot exceed the total amount invested. The dividends on securities sold short are reflected as short sale dividend expense.

NOTE 7 — Redemption Fees

A redemption fee of 2% applies to redemptions within 90 days of purchase. For the period ended June 30, 2021, the Fund collected \$205,419 in redemption fees. The impact of these fees is less than \$0.01 per share.

NOTE 8 — Disclosure of Fair Value Measurements

The Fund uses the following methods and inputs to establish the fair value of its assets and liabilities. Use of particular methods and inputs may vary over time based on availability and relevance as market and economic conditions evolve.

Equity securities are generally valued each day at the official closing price of, or the last reported sale price on, the exchange or market on which such securities principally are traded, as of the close of business on that day. If there have been no sales that day, equity securities are generally valued at the last available bid price. Securities that are unlisted and fixed-income and convertible securities listed on a national securities exchange for which the over-the-counter (“OTC”) market more accurately reflects the securities’ value in the judgment of the Fund’s officers, are valued at the most recent bid price. Events occurring after the close of trading on non-U.S. exchanges may result in adjustments to the valuation of foreign securities to reflect their fair value as of the close of regular trading on the NYSE. The Fund may utilize an independent fair valuation service in adjusting the valuations of foreign securities. However, most fixed income securities are generally valued at prices obtained from pricing vendors and brokers. Vendors value such securities based on one or more of the following inputs: transactions, bids, offers quotations from dealers and trading systems, spreads and other relationships observed in the markets among comparable securities, benchmarks, underlying equity of the issuer, and proprietary pricing models such as cash flows, financial or collateral performance and other reference data (includes prepayments, defaults, collateral, credit enhancements, and interest rate volatility). Currency forwards are valued at the closing currency exchange rate which is not materially different from the forward rate. Short-term corporate notes with maturities of 60 days or less at the time of purchase are valued at amortized cost.

Securities for which representative market quotations are not readily available or are considered unreliable by the Adviser are valued as determined in good faith under procedures adopted by the authority of the Fund’s Board of Trustees. Various inputs may be reviewed in order to make a good faith determination of a security’s value. These inputs include, but are not limited to, the type and cost of the security; contractual or legal restrictions on resale of the security; relevant financial or business developments of the issuer; actively traded similar or related securities; conversion or exchange rights on the security; related corporate actions; significant events occurring after the close of trading in the security; and changes in overall market conditions. Investments in limited partnerships are valued, as a practical expedient, utilizing the net asset valuations provided by the

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

underlying limited partnerships in a manner consistent with U.S. GAAP for investment companies. The Fund applies the practical expedient to its investments in limited partnerships on an investment-by-investment basis, and consistently with the Fund's entire position in a particular investment, unless it is probable that the Fund will sell a portion of an investment at an amount different from the net asset valuation. Investments in limited partnerships are included in Level 3 of the fair value hierarchy based on the limited rights of withdrawal by the Fund as specified in the respective agreements. Fair valuations and valuations of investments that are not actively trading involve judgment and may differ materially from valuations of investments that would have been used had greater market activity occurred.

Investments in open-end investment companies are valued at their net asset value each business day and are categorized as Level 1. The investments in limited partnerships represent investments in private funds which are valued at their net asset value as a practical expedient. The net asset value of the limited partnerships has been estimated primarily based upon the pro-rata ownership of the fair value of the limited partnerships as reported by the Management of the limited partnerships. Investments in private funds can never be redeemed. Instead, the nature of the investments in this category is that distributions are received through the liquidation of the underlying assets of the limited partnerships.

The Fund classifies its assets based on three valuation methodologies. Level 1 values are based on quoted market prices in active markets for identical assets. Level 2 values are based on significant observable market inputs, such as quoted prices for similar assets and quoted prices in inactive markets or other market observable inputs as noted above including spreads, cash flows, financial performance, prepayments, defaults, collateral, credit enhancements, and interest rate volatility. Level 3 values are based on significant unobservable inputs that reflect the Fund's determination of assumptions that market participants might reasonably use in valuing the assets. The valuation levels are not necessarily an indication of the risk associated with investing in those securities. The following table presents the valuation levels of the Fund's investments as of June 30, 2021: (see Portfolio of Investments for industry categories):

Investments	Level 1	Level 2	Level 3	Total
Common Stocks				
Internet Media	\$1,320,583,873	—	—	\$ 1,320,583,873
Semiconductor Devices	716,518,012	—	—	716,518,012
Cable & Satellite	661,612,867	—	—	661,612,867
Cement & Aggregates	398,143,201	—	—	398,143,201
Diversified Banks	307,653,700	—	—	307,653,700
Industrial Distribution & Rental	304,383,243	—	—	304,383,243
Investment Companies	294,375,952	—	—	294,375,952
Electrical Components	287,267,166	—	—	287,267,166
Application Software	254,273,793	—	\$ 29,320,050	283,593,843
P&C Insurance	283,133,225	—	—	283,133,225
Banks	275,327,494	—	—	275,327,494
Base Metals	244,887,437	—	—	244,887,437

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

Investments	Level 1	Level 2	Level 3	Total
Insurance Brokers	\$ 226,236,552	—	—	\$ 226,236,552
Institutional Brokerage	200,355,638	—	—	200,355,638
E-Commerce Discretionary	152,648,566	—	—	152,648,566
Railroad Rolling Stock	146,013,203	—	—	146,013,203
Chemicals	129,686,819	—	—	129,686,819
Apparel, Footwear & Accessory Design	126,048,259	—	—	126,048,259
Food Services	121,886,078	—	—	121,886,078
Computer Hardware & Storage	118,875,313	—	—	118,875,313
Telecom Carriers	112,331,341	—	—	112,331,341
Aircraft & Parts	103,920,617	—	—	103,920,617
Infrastructure Software	103,803,472	—	—	103,803,472
Commercial & Residential Building Equipment & Systems	101,264,661	—	—	101,264,661
Hotels, Restaurants & Leisure	98,971,403	—	—	98,971,403
Midstream — Oil & Gas	95,942,612	—	—	95,942,612
Wealth Management	95,083,826	—	—	95,083,826
Specialty Chemicals	89,967,344	—	—	89,967,344
Household Products	84,971,043	—	—	84,971,043
Internet Based Services	82,027,118	—	—	82,027,118
Real Estate Owners & Developers	68,736,666	—	—	68,736,666
Medical Equipment	63,965,340	—	—	63,965,340
Entertainment Content	38,522,883	—	—	38,522,883
Integrated Utilities	36,587,704	—	—	36,587,704
Marine Shipping	—	—	\$ 30,985,861	30,985,861
Oil & Gas Services & Equipment	22,532,982	—	—	22,532,982
Closed End Fund	—	\$ 68,488,992	—	68,488,992
Limited Partnerships	—	—	138,013,185	138,013,185
Preferred Stock				
Engineering Services	—	—	13,554,380	13,554,380
Energy	—	—	600,273	600,273
Warrants				
Energy	1,689,654	—	—	1,689,654
Special Purpose Acquisition Companies				
Diversified Banks	288,418,269	—	7,404,052	295,822,321
Corporate Bonds & Notes	—	74,830,245	—	74,830,245
Corporate Bank Debt	—	32,880,810	23,296,034	56,176,844

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

Investments	Level 1	Level 2	Level 3	Total
U.S. Treasuries	—	\$ 1,316,880,100	—	\$ 1,316,880,100
Short-Term Investments	—	932,003,827	—	932,003,827
	<u>\$8,058,647,326</u>	<u>\$2,425,083,974</u>	<u>\$243,173,835</u>	<u>\$10,726,905,135</u>
Purchased Options (interest rate risk)	—	—	\$ 31,123,799	\$ 31,123,799
Written Options (interest rate risk)	—	—	(4,348,234)	(4,348,234)
	—	—	<u>\$ 26,775,565</u>	<u>\$ 26,775,565</u>
Common Stock Sold Short	\$ (301,045,203)	\$ (15,262,411)	—	\$ (316,307,614)
Corporate Bonds & Notes Sold Short	—	(21,484,330)	—	(21,484,330)
	<u>\$ (301,045,203)</u>	<u>\$ (36,746,741)</u>	—	<u>\$ (337,791,944)</u>

The following table summarizes the Fund's Level 3 investment securities and related transactions during the period ended June 30, 2021:

Investments	Beginning Value at December 31, 2020	Net Realized and Unrealized Gains (Losses)*	Purchases	(Sales)	Gross Transfers In/(Out)	Ending Value at June 30, 2021	Net Change in Unrealized Appreciation (Depreciation) related to Investments held at June 30, 2021
Common Stocks	\$ 50,973,743	\$ 9,332,168	—	—	—	\$ 60,305,911	\$ 9,332,167
Closed End Fund	67,513,975	975,017	—	—	\$(68,488,992)	—	975,017
Limited Partnerships	139,460,218	3,535,300	\$ 8,619,464	\$(13,601,797)	—	138,013,185	3,535,300
Preferred Stock	7,906,722	4,973,931	1,274,000	—	—	14,154,653	(673,727)
Special Purpose Acquisition Companies	—	(203,483)	7,607,535	—	—	7,404,052	(203,483)
Asset-Backed Securities — Marine Shipping	4,410,116	713,745	—	(5,123,861)	—	—	1,654,400
Corporate Bank Debt	22,136,102	1,909,130	6,755,404	—	(7,504,602)	23,296,034	3,856,994
Purchased Options (interest rate risk)	23,846,085	7,277,714	—	—	—	31,123,799	7,277,714
Written Options (interest rate risk)	(6,353,310)	2,005,076	—	—	—	(4,348,234)	2,005,077
Credit Default Swaps (credit risk)	(59,388)	(1,024,582)	59,693,808	(58,609,838)	—	—	1,565,737
	<u>\$309,834,263</u>	<u>\$29,494,016</u>	<u>\$83,950,211</u>	<u>\$(77,335,496)</u>	<u>\$(75,993,594)</u>	<u>\$269,949,400</u>	<u>\$29,325,196</u>

* Net realized and unrealized gains (losses) are included in the related amounts in the statement of operations.

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

Level 3 Valuation Process: Investments classified within Level 3 of the fair value hierarchy are valued by the Adviser in good faith under procedures adopted by authority of the Fund's Board of Trustees. The Adviser employs various methods to determine fair valuations including regular review of key inputs and assumptions, and review of related market activity, if any. However, there are generally no observable trade activities in these securities. The Adviser reports to the Board of Trustees at their regularly scheduled quarterly meetings, or more often if warranted. The report includes a summary of the results of the process, the key inputs and assumptions noted, and any changes to the inputs and assumptions used. When appropriate, the Adviser will recommend changes to the procedures and process employed. The value determined for an investment using the fair value procedures may differ significantly from the value realized upon the sale of such investment. Transfers of investments between different levels of the fair value hierarchy are recorded at fair value as of the end of the reporting period. There were transfers of \$68,488,992 out of Level 3 into Level 2, \$26,000,538 out of Level 2 into Level 3 and \$13,554,380 out of Level 1 into Level 3. Transfers out of Level 3 were due to change in valuation technique from recent trade activity to vendor priced. Transfers into Level 3 were due to change in valuation technique from vendor priced to third party broker quoted.

The following table summarizes the quantitative inputs and assumptions used for items categorized as items categorized as Level 3 of the fair value hierarchy as of June 30, 2021:

Financial Assets	Fair Value at June 30, 2021	Valuation Technique(s)	Unobservable Inputs	Price/Range	Weighted Average
Special Purpose Acquisition Companies	\$ 7,404,052	Restricted Security (a)	Cost	\$0.77	\$0.77
Corporate Bank Debt	\$23,296,034	Pricing Model (b)	Quotes/Prices	\$65.00	\$65.00
Preferred Stock	\$14,154,653	Pricing Model (b)	Quotes/Prices	\$462.5-\$600.00	\$594.17
Purchased Options (interest rate risk)	\$31,123,799	Third-Party Broker Quote (c)	Quotes/Prices	\$0.00-\$0.06	\$0.03
Written Options (interest rate risk)	\$ (4,348,234)	Third-Party Broker Quote (c)	Quotes/Prices	\$0.02	\$0.02
Common Stocks-Long	\$30,985,861	NAV adjusted to Fair Value (d)	N/A	\$27.03	\$27.03
	29,320,050	Restricted Security (e)	Quotes/Prices	\$885.00	\$885.00
Limited Partnerships	\$32,012,429	NAV as Practical Expedient (f)	N/A	\$33.41	\$56.85
	83,157,726	NAV as Practical Expedient (f)	N/A	\$63.90-\$82.34	
	14,442,711	Discounted NAV (g)	Discount	\$41.26	\$51.83
	8,400,319	Discounted NAV (g)	Market Discount	31%	
			Discount	\$70.00	
			Market Discount	26%	

- (a) The fair value of the investment is based on the initial purchase price. If the financial condition of the underlying assets were to deteriorate, or if the market comparables were to fall, the value of the investment could be lower.
- (b) The Pricing Model technique for Level 3 securities involves recently quoted funding prices of the security.
- (c) The Third Party Broker Quote technique involves obtaining an independent third-party broker quote for the security.
- (d) The NAV provided by the administrator of the LLC is reported at depreciated cost. To adjust to fair value, the Fund obtains independent appraisals of the underlying fixed assets and adjusts the NAV based on the difference between the two values.
- (e) The fair value of the investment is based on capital funding terms. If the financial condition of the underlying assets were to deteriorate, or if the market comparables were to fall, the value of the investment could be lower.
- (f) No adjustments were made to the NAV provided by the administrator of the Limited Partnerships. Adjustments to the NAV would be considered if the practical expedient NAV was not as of Fund's measurement date; it was probable that the Limited Partnerships would be sold at a value materially different than the reported expedient NAV; or it was determined in accordance with the Fund's valuation procedures that the Limited Partnerships are not being reported at fair value.
- (g) The NAV provided by the general partner has been discounted for the possible impact from various long-term exit strategies under consideration by the general partner.

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

Options Contracts: An option contract is a commitment that gives the purchaser of the contract the right, but not the obligation, to buy or sell an underlying asset at a specific price on or before a specified future date. On the other hand, the writer of an option contract is obligated, upon the exercise of the option, to buy or sell an underlying asset at a specific price on or before a specified future date. A swaption is an option contract granting the owner the right to enter into an underlying swap. Inflation-capped options are options on U.S. inflation rates at a stated strike price. The seller of an inflation-capped option receives an upfront premium and in return the buyer receives the right to receive a payment at the expiration of the option if the cumulative annualized inflation rate over the life of the option is above (for caps) or below (for floors) the stated strike price. The purpose of inflation-capped options is to protect the buyer from inflation erosion above a certain rate on a given notional exposure. A floor can be used to give downside protection to investments in inflation-linked products below a certain rate on a given notional exposure. Writing put options or purchasing call options tends to increase a Fund's exposure to the underlying instrument. Writing call options or purchasing put options tends to decrease a Fund's exposure to the underlying instrument. When a Fund writes or purchases a call, put, or inflation-capped option, an amount equal to the premium received or paid by the Fund is recorded as a liability or an investment, respectively, and subsequently adjusted to the current market value, based on the quoted daily settlement price of the option written or purchased. Certain options may be written or purchased with premiums to be determined on a future date. The premiums for these options are based upon implied volatility parameters at specified terms. Premiums received or paid from writing or purchasing options, which expire unexercised, are treated by a Fund on the expiration date as realized gains or losses. The difference between the premium and the amount paid or received on a closing purchase or sale transaction, including brokerage commissions, is also treated as a realized gain or loss. If an option is exercised, the premium paid or realized is added to the cost of the purchase or proceeds from the sale in determining whether the Fund has realized a gain or loss on investment transactions. A Fund, as a writer of an option, may have no control over whether the underlying instrument may be sold (call) or purchased (put) and as a result bears the market risk of an unfavorable change in the price of the underlying written option. In addition, an illiquid market may make it difficult for a Fund to close out an option contract. The maximum risk of loss associated with writing put options is limited to the exercised fair value of the option contract. The maximum risk of loss associated with writing call options is potentially unlimited. Listed option contracts present minimal counterparty credit risk since they are exchange traded and the exchange's clearinghouse, as counterparty to all exchange-traded options, guarantees the options against default. A Fund's maximum risk of loss from counterparty credit risk related to OTC option contracts is limited to the premiums paid.

Forward foreign currency contracts: Forward foreign currency contracts are agreements to exchange one currency for another at a future date and at a specified price. The Funds' transactions in forward foreign currency contracts are limited to transaction and portfolio hedging. The contractual amounts of forward foreign currency contracts do not necessarily represent the amounts potentially subject to risk. The measurement of the risks associated with these instruments is meaningful only when all related and offsetting transactions are considered and could exceed the net unrealized value shown in the tables below. Risks arise from the possible inability of counterparties to meet the terms of their contracts and from movements in currency values. Forward foreign currency contracts are valued daily at the foreign exchange rates as of the close of the New York Stock Exchange. Unrealized appreciation or depreciation on the contracts as measured by the difference between the forward foreign exchange rates at the dates of entry into the contracts and the foreign exchange rates at the end of the period is included in the Statement of Assets and Liabilities under the caption "Forward Foreign Currency Contracts." Realized gains and losses and the net change in unrealized appreciation (depreciation) on forward

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

foreign currency contracts for the year are included in the Statement of Operations under the caption “Forward Foreign Currency Contracts.”

Credit Default Swaps: The Fund enters into credit default swap contracts for investment purposes and to manage its credit risk. Credit default swap agreements involve one party making a stream of payments (referred to as the buyer of protection) to another party (the seller of protection) in exchange for the right to receive a specified return in the event of a default or other credit event for the referenced entity, obligation or index. The Fund may purchase or sell protection. A seller of protection generally receives an upfront payment or periodic payments throughout the term of the swap provided there is no credit event. Such periodic payments received are accrued daily and accounted for as realized gains. If a credit event occurs, as defined under the terms of the swap agreement, the Fund will either (i) pay to the buyer of protection an amount equal to the notional amount of the swap and take delivery of the referenced obligation or underlying securities comprising the referenced index or (ii) pay a net settlement amount in the form of cash or securities equal to the notional amount of the swap less the recovery value of the referenced obligation or underlying securities comprising the referenced index. The buyer of protection generally pays an upfront premium or periodic payments throughout the term of the swap provided there is no credit event. Such periodic payments paid are accrued daily and accounted for as realized losses.

Entering into credit default swaps involves, to varying degrees, elements of credit, market and documentation risk in excess of the related amounts recognized in the Consolidated Statement of Assets and Liabilities. Such risks involve the possibility that there will be no liquid market for these agreements, that the counterparty to the agreements may default on its obligations to perform or disagree as to the meaning of the contractual terms in the agreements, and that there will be unfavorable changes in net interest rates.

<u>Derivative Type</u>	<u>Asset Derivatives</u>		<u>Liability Derivatives</u>	
	<u>Statement of Assets and Liabilities Location</u>	<u>Fair Value</u>	<u>Statement of Assets and Liabilities Location</u>	<u>Fair Value</u>
Interest rate contracts	Purchased options, at value	\$31,123,799	Written options, at value	\$(4,348,234)
<u>Derivative Type</u>	<u>Location of Gain or (Loss) on Derivatives Within Statement of Operations</u>	<u>Realized Gain or (Loss) on Derivatives</u>	<u>Change in Unrealized Appreciation or (Depreciation)</u>	
Credit contracts	Swap contracts	\$ (3,273,435)	\$ 1,591,624	
Interest rate contracts	Written options, Purchased options	—	9,282,790	
Total		<u>\$ (3,273,435)</u>	<u>\$10,874,414</u>	

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

The following table represents the average monthly volume of the Fund's derivative transactions during the period ended June 30, 2021:

Purchased Options	
Average notional amount	
Calls	\$76,432,061,813
Written Options	
Average notional amount	
Puts	\$ 260,061,813
Swaps	
Average notional amount	\$ 49,744,840

NOTE 9 — Capital Stock

	Period Ended June 30, 2021		Year Ended December 31, 2020	
	Shares	Amount	Shares	Amount
Capital Stock sold				
Institutional Class	12,738,169	\$ 502,938,151	32,818,768	\$ 1,033,674,881
Supra Institutional Class	20,766,502	812,222,086	39,911,145 ^(a)	1,374,719,098 ^(a)
Issued to shareholders upon reinvestment of dividends and distributions				
Institutional Class	5,128,742	203,823,670	14,134,128	450,582,121
Supra Institutional Class	897,991	35,686,463	233,585 ^(a)	8,280,829 ^(a)
Capital Stock repurchased				
Institutional Class	(42,242,015)	(1,650,353,388)	(213,605,986)	(6,622,737,320)
Supra Institutional Class	(9,782,492)	(385,114,972)	(7,371,663) ^(a)	(228,190,056) ^(a)
Change in Capital Stock outstanding	<u>(12,493,103)</u>	<u>\$ (480,797,990)</u>	<u>(133,880,023)</u>	<u>\$(3,983,670,447)</u>

^(a) Period from September 4, 2020, date operations commenced, through December 31, 2020.

NOTE 10 — Collateral Requirements

For derivatives traded under an ISDA Master Agreement, the collateral requirements are typically calculated by netting the mark to market amount for each transaction under such agreement and comparing that amount to the value of any collateral currently pledged by a Fund and the counterparty. Cash collateral that has been pledged to cover obligations of a Fund and cash collateral received from the counterparty, if any, is reported separately on the Statement of Assets and Liabilities as cash pledged as collateral and cash received as collateral, respectively. Non-cash collateral pledged by a Fund, if any, is noted in the Portfolio of Investments. Generally, the amount of collateral due from or to a party is delivered to/pledged by the Fund on the next business day. Typically, the Fund and counterparties are not permitted to sell, repledge or use the collateral they receive. To the extent amounts due to the Fund from its counterparties are not fully collateralized, contractually or otherwise, the Fund bears the

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

risk of loss from counterparty non-performance. The Fund attempts to mitigate counterparty risk by entering into agreements only with counterparties that it believes have the financial resources to honor their obligations and by monitoring the financial stability of those counterparties.

For financial reporting purposes, the Fund does not offset derivative assets and derivative liabilities that are subject to netting arrangements in the Statement of Assets and Liabilities.

FASB Accounting Standards Update No. 2011-11, Disclosures about Offsetting Assets and Liabilities, requires disclosures to make financial statements that are prepared under U.S. GAAP more comparable to those prepared under International Financial Reporting Standards. Under this guidance the Fund discloses both gross and net information about instruments and transactions eligible for offset such as instruments and transactions subject to an agreement similar to a master netting arrangement. The following table presents the Fund's OTC derivative assets, liabilities and master repurchase agreements by counterparty net of amounts available for the offset under an ISDA Master agreement or similar agreements and net of the related collateral received or pledged by the Fund as of June 30, 2021:

<u>Counterparty</u>	<u>Product</u>	<u>Gross Assets (Liabilities) in the Statement of Assets and Liabilities</u>	<u>Cash Collateral (Received) Pledged</u>	<u>Financial Instruments (Received) Pledged</u>	<u>Assets (Liabilities) Available for Offset</u>	<u>Net Amount of Asset and (Liabilities)*</u>
State Street Bank and Trust Company:	Repurchase Agreement	\$18,333,000	\$(18,333,000)**	—	—	—
Barclays Bank PLC:	Purchased Options	\$ 5,253,600	\$ (30,000)	—	—	\$5,223,600
Goldman Sachs International:	Purchased Options	\$ 7,731,780	\$ (7,125,124)***	—	—	\$ 606,656
Morgan Stanley:	Purchased Options	\$18,138,419	\$(13,129,000)	—	\$ (4,348,234)	\$ 661,185
	Written Options	\$ (4,348,234)	—	—	\$ 4,348,234	—

* Represents the net amount receivable (payable) from the counterparty in the event of default.

** Collateral with a value of \$18,699,701 has been received in connection with a master repurchase agreement. Excess of collateral received from the individual master repurchase agreement is not shown for financial reporting purposes.

*** Collateral with a value of \$7,125,124 has been received in connection with a master repurchase agreement. Excess of collateral received from the individual master repurchase agreement is not shown for financial reporting purposes.

NOTE 11 — Commitments

As of June 30, 2021 the Fund was liable for the following unfunded commitments:

<u>Asset Class</u>	<u>Unfunded Commitment</u>
Corporate Bank Debt	\$10,038,100

FPA CRESCENT FUND
NOTES TO FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 12 — Affiliated Investments

A company is considered an affiliate of a fund under the Investment Company Act of 1940 if the Fund's holdings in that company represent 5% or more of the outstanding voting shares of that company. Further details on such holdings and related transactions during the period ended June 30, 2021, appear below:

Investments	Shares Held as of December 31, 2020	Beginning Value as of December 31, 2020	Purchases at Cost	Proceeds from Sales	Net Realized Gain/(Loss) on sales of Affiliated Investments	Change in Unrealized Appreciation/ Depreciation	Transfers In (Out)	Ending Value as of June 30, 2021	Shares as of June 30, 2021	Dividend Income from Affiliated Investments
Common										
Stocks — 0.36%										
Oil & Gas										
Services & Equipment — 0.06%										
McDermott International Ltd. ^(a)	39,633,209	\$ 32,102,899	=====	\$(12,757,114)	==	\$(12,427,485)	==	\$ 6,918,300	14,118,980	==
Marine										
Shipping — 0.30%										
Sound Holding FP (Luxembourg) ^{(a)(b)(c)(d)}	1,146,250	31,923,993	=====	---	==	(938,132)	==	30,985,861	1,146,250	==
Limited										
Partnerships — 1.00%										
FPS LLC ^{(b)(c)(d)}	1,076,253	65,661,790	\$8,619,465	---	---	3	---	74,281,258	1,162,447	---
FPS Shelby Holding I LLC ^{(b)(c)(d)}	107,799	9,464,470	---	(588,000)	---	(1)	---	8,876,469	107,799	---
U.S. Farming Realty Trust, L.P. ^{(b)(c)(d)}	350,000	17,906,499	---	(3,658,808)	---	195,020	---	14,442,711	350,000	---
U.S. Farming Realty Trust II, L.P. ^{(b)(c)(d)}	120,000	8,544,132	---	---	---	(143,814)	---	8,400,318	120,000	---
		101,576,891	8,619,465	(4,246,808)	==	51,208	==	106,000,756		==
Total Affiliate Investments — 1.56%		\$165,603,783	\$8,619,465	\$(17,003,922)	==	\$(13,314,409)	==	\$143,904,917		==

^(a) Non-income producing security.

^(b) Restricted securities. These securities are considered liquid by the Adviser. Most of these securities are not registered and may not be sold to the public. There are legal and/or contractual restrictions on resale. The Fund does not have the right to demand that such securities be registered. The values of these securities are determined by valuations provided by pricing services, brokers, dealers, market makers, or in good faith under policies adopted by authority of the Fund's Board of Trustees.

^(c) These securities have been valued in good faith under policies adopted by authority of the Board of Trustee in accordance with the Fund's fair value procedures.

^(d) Investments categorized as a significant unobservable input (Level 3) (See Note 8 of the Notes to Financial Statements).

FPA CRESCENT FUND

SHAREHOLDER EXPENSE EXAMPLE

June 30, 2021 (Unaudited)

Fund Expenses

Mutual fund shareholders generally incur two types of costs: (1) transaction costs, and (2) ongoing costs, including advisory and administrative fees; shareholder service fees; and other Fund expenses. The 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 year and held for the entire year.

Actual Expenses

The information in the table under the heading “Actual Performance” provides information about actual account values and actual expenses. You may use the information in this column, 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 column in the row entitled “Expenses Paid During Period” to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information in the table under the heading “Hypothetical Performance (5% return before expenses)” 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. Therefore, the information under the heading “Hypothetical Performance (5% return before expenses)” 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. Even though the Fund does not charge transaction fees, if you purchase shares through a broker, the broker may charge you a fee. You should evaluate other mutual funds’ transaction fees and any applicable broker fees to assess the total cost of ownership for comparison purposes.

	<u>Actual Performance</u>	<u>Hypothetical Performance (5% return before expenses)</u>
Institutional Class		
Beginning Account Value December 31, 2020	\$1,000.00	\$1,000.00
Ending Account Value June 30, 2021	\$1,133.40	\$1,019.39
Expenses Paid During Period ^(a)	\$ 5.77	\$ 5.46
Supra Institutional Class		
Beginning Account Value December 31, 2020	\$1,000.00	\$1,000.00
Ending Account Value June 30, 2021	\$1,133.40	\$1,019.69
Expenses Paid During Period ^(b)	\$ 5.45	\$ 5.16

^(a) Expenses are equal to the class’s annualized expense ratio of 1.09%, multiplied by the average account value over the period and prorated for the six-months ended June 30, 2021 (181/365 days).

^(b) Expenses are equal to the class’s annualized expense ratio of 1.03%, multiplied by the average account value over the period and prorated for the six-months ended June 30, 2021 (181/365 days).

FPA CRESCENT FUND

TRUSTEE AND OFFICER INFORMATION

(Unaudited)

Sandra Brown, Mark L. Lipson, Alfred E. Osborne, Jr., A. Robert Pisano, and Patrick B. Purcell are all Trustees of the Fund who are not “interested persons” of the Fund, as that term is defined in the 1940 Act (collectively, the “Independent Trustees”). Trustees serve until their resignation, removal or retirement. The Statement of Additional Information includes additional information about the Trustees and is available, without charge, upon request by calling (800) 982-4372.

<u>Name, Address⁽¹⁾ and Year of Birth</u>	<u>Position(s) Held with the Fund</u>	<u>Year First Elected as Trustee of the Fund</u>	<u>Principal Occupation(s) During the Past Five Years</u>	<u>Number of FPA Funds Overseen by Trustee</u>	<u>Other Directorships Held by Trustee During the Past Five Years</u>
Independent Trustees					
Sandra Brown, 1955	Trustee	2016	Consultant (since 2009). Formerly, CEO and President of Transamerica Financial Advisers, Inc. (1999-2009); President, Transamerica Securities Sales Corp. (1998-2009); Vice President, Bank of America Mutual Fund Administration (1990-1998). Director/Trustee of FPA Funds Trust, FPA New Income, Inc., FPA U.S. Core Equity Fund, and Source Capital (since 2016), and Director of Bragg Capital Trust (since 2020).	7	None
Mark L. Lipson, 1949	Trustee & Chairman	2015	Registered Investment Adviser, ML2 Advisors, LLC (since 2014). Formerly Managing Director, Bessemer Trust (2007-2014) and US Trust (2003-2006); Chairman and CEO of the Northstar Mutual Funds (1993-2001); and President and CEO of the National Mutual Funds (1988-1993). Director/Trustee of FPA Funds Trust, FPA New Income, Inc., FPA U.S. Core Equity Fund, and Source Capital (since 2015), and Director of Bragg Capital Trust (since 2020).	7	None
Alfred E. Osborne, Jr., 1944	Trustee	2002	Senior Associate Dean, (2003-Present), Interim Dean (2018-June 2019), Professor and Faculty Director (since 2003) Price Center for Entrepreneurship and Innovation at the John E. Anderson School of Management at UCLA. Dr. Osborne has been at UCLA since 1972. Director/Trustee of FPA Funds Trust, FPA New Income, Inc., FPA U.S. Core Equity Fund, and Source Capital (since 2013), and Director of Bragg Capital Trust (since 2020).	7	Kaiser Aluminum and Wedbush, Inc.

FPA CRESCENT FUND
TRUSTEE AND OFFICER INFORMATION (Continued)
(Unaudited)

<u>Name, Address⁽¹⁾ and Year of Birth</u>	<u>Position(s) Held with the Fund</u>	<u>Year First Elected as Trustee of the Fund</u>	<u>Principal Occupation(s) During the Past Five Years</u>	<u>Number of FPA Funds Overseen by Trustee</u>	<u>Other Directorships Held by Trustee During the Past Five Years</u>
A. Robert Pisano, 1943	Trustee	2013	Consultant (since 2012). Formerly, President and Chief Operating Officer of The Motion Picture Association of America, Inc. (2005-2011). Formerly, National Executive Director and Chief Executive Officer of The Screen Actors Guild (2001-2005). Director/Trustee of FPA Funds Trust, FPA New Income, Inc., FPA U.S. Core Equity Fund, and Source Capital (since 2013), and Director of Bragg Capital Trust (since 2020).	7	Resources Global Professionals
Patrick B. Purcell, 1943	Trustee	2006	Retired (since 2000). Formerly, Consultant to Paramount Pictures 1998-2000; Executive Vice President, Chief Financial and Administrative Officer of Paramount Pictures (1983-1998). Director/Trustee of FPA Funds Trust and FPA New Income, Inc. (since 2006), of Source Capital, Inc. (since 2010), of FPA U.S. Core Equity Fund, Inc (since 2012), and Bragg Capital Trust (since 2020).	7	None
“Interested” Trustees⁽²⁾					
Steven Romick, 1963	Trustee	2002	Director and President of FPA GP, Inc., the General Partner of the Adviser (since 2018). Vice President (since 2015) and Portfolio Manager of FPA Crescent Fund (since 1993) and of Source Capital, Inc. (since 2015). Formerly, Managing Partner of FPA (2010-2018). Formerly, President of the Trust (2002-2015).	2	None
J. Richard Atwood, 1960	Trustee	2016	Director and President of FPA GP, Inc., the General Partner of the Adviser (since 2018). Director/Trustee (since 2016, except the Bragg Capital Trust since 2020) and President (since 2015, except the Bragg Capital Trust since 2020) of each FPA Fund. Formerly, Managing Partner of FPA (2006-2018). Formerly, until 2015, Treasurer of each FPA Fund for more than the past five years.	7	None

⁽¹⁾ The address of each Trustee is 11601 Wilshire Boulevard, Suite 1200, Los Angeles, California 90025.

⁽²⁾ “Interested person” within the meaning of the 1940 Act by virtue of their affiliation with the Fund’s Adviser.

FPA CRESCENT FUND
TRUSTEE AND OFFICER INFORMATION (Continued)
(Unaudited)

Officers of the Fund. Officers of the Fund are elected annually by the Board.

<u>Name, Address⁽¹⁾ and Year of Birth</u>	<u>Position with Fund</u>	<u>Year First Elected as Officer of the Fund</u>	<u>Principal Occupation(s) During the Past Five Years</u>
J. Richard Atwood, 1960	President	1997	Director and President of FPA GP, Inc., the General Partner of FPA (since 2018). Director/Trustee (since 2016, except Bragg Capital Trust since 2020) and President for more than the past five years (except Bragg Capital Trust since 2020) of each FPA Fund. Formerly, Managing Partner of FPA (2006-2018).
Steven Romick, 1963	Vice President and Portfolio Manager	2002	Director and President of FPA GP, Inc., the General Partner of the Adviser (since 2018). Vice President (since 2015) and Portfolio Manager of FPA Crescent Fund (since 1993) and of Source Capital, Inc. (since 2015). Formerly, Managing Partner of FPA (2010-2018). Formerly, President of the Trust (2002-2015).
Mark Landecker, 1975	Vice President and Portfolio Manager	2013	Partner of FPA (since 2013). Formerly, Managing Director (January 2013-December 2013). Vice President and Portfolio Manager of Source Capital, Inc. (since 2015).
Brian Selmo, 1977	Vice President and Portfolio Manager	2013	Partner of FPA (since 2013). Formerly, Managing Director (January 2013-December 2013). Vice President and Portfolio Manager of Source Capital, Inc. (since 2015).
Karen E. Richards, 1969	Chief Compliance Officer	2019	Chief Compliance Officer of FPA (since 2018); and Chief Compliance Officer of each FPA Fund (since 2019, except Bragg Capital Trust since 2020). Formerly, Deputy Chief Compliance Officer of First Republic Investment Management, LLC (from 2016 to 2018), and Vice President, Senior Compliance Officer of Pacific Investment Management Company (from 2010 to 2016).
E. Lake Setzler III, 1967	Treasurer	2006	Senior Vice President (since 2013) and Controller of FPA; and Treasurer of each FPA Fund for more than the past five years (except Bragg Capital Trust since 2020).
Rebecca D. Gilding, 1979	Secretary	2019	Vice President and Counsel, State Street Bank and Trust Company (since 2016); and Secretary of each FPA Fund (since 2019, except Bragg Capital Trust since 2020). Formerly, Assistant Vice President and Associate Counsel, Brown Brothers Harriman & Co. (2013 to 2016).

⁽¹⁾ The address for each Officer (except Ms. Gilding) is 11601 Wilshire Boulevard, Suite 1200, Los Angeles, California 90025. Ms. Gilding's address is State Street Bank and Trust Company, One Lincoln Street, Boston, Massachusetts 02111.

FPA CRESCENT FUND

(Unaudited)

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Boston, Massachusetts 02111

Institutional Class:

TICKER SYMBOL: FPACX

CUSIP: 30254T759

Supra Institutional Class:

TICKER SYMBOL: FPCSX

CUSIP: 30254T676

This report has been prepared for the information of shareholders of FPA CRESCENT FUND, and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus. The financial information in this report has been taken from the records of the Fund without the examination of independent auditors.

A description of the policies and procedures that the Adviser uses to vote proxies related to the Fund's portfolio securities is set forth in the Fund's Statement of Additional Information which is available without charge, upon request, on the Fund's website at www.fpa.com or by calling (800) 982-4372 and on the Securities and Exchange Commission's website at www.sec.gov.

The Fund's complete proxy voting record for the 12 months ended June 30, 2021 is available without charge, upon request by calling (800) 982-4372 and on the SEC's website at www.sec.gov.

The Fund's schedule of portfolio holdings, filed the first and third quarter of the Fund's fiscal year on Form N-PORT with the SEC, is available on the SEC's website at www.sec.gov.

Additional information about the Fund is available online at www.fpa.com. This information includes, among other things, holdings, top sectors, and performance, and is updated on or about the 15th business day after the end of each quarter.