

The MD Sass Concentrated Value (“CV”) strategy was down -12.0%, net of fees, in the second quarter of 2022, vs. -12.2% and -12.4% for the Russell 1000 Value (“R1V”) and Russell 3000 Value (“R3V”) indices, respectively.

Year-to-date through the second quarter, CV was down -11.4%, net of fees, vs. -12.9% and -13.2% for the Russell 1000 Value (“R1V”) and Russell 3000 Value (“R3V”) indices, respectively.

From inception (January 2019) through the second quarter of 2022, CV had an annualized return of +17.7% net of fees, vs. +10.5% and +10.4% for the R1V and R3V indices, respectively.

Many investors have the misperception that concentration is a riskier proposition (particularly in bear markets) than a portfolio with many names and smaller position sizes. We contend that concentration of names is not the right lens to approach portfolio risk but rather concentration of factor exposures. The spectacular YTD performance declines of several prominent funds is quite telling. Although many of these funds own nearly 100 stocks and appear “diversified” across many names, they meaningfully underperformed the market. The reason is that despite the plethora of names, these funds were highly concentrated around one or two factors such as unprofitable tech and interest rate duration. A portfolio of many stocks with the same factor risk is inherently riskier than a portfolio with a concentrated group of stocks across multiple factors. Likewise, we continue to believe that concentration in and of itself is not a riskier strategy to the extent that the factor bets are well distributed.

One might be concerned that our portfolio’s sector weightings are meaningfully different than those of our benchmarks and our lack of Energy and Consumer Staples translates into an inherently riskier portfolio. Yet, despite our 0% allocation to both Energy and Consumer Staples we have outperformed our benchmark year-to-date. In our view, an analysis of sector weightings is not that helpful when evaluating concentrated managers because there’s usually a handful of stocks in every sector that outperform the benchmark even if that sector overall is a laggard. For example, in the first half of 2022, the Industrials sector within the Russell 10000 Value was down about 18.3% and underperformed the overall index by over 500 bps. However, there were 19 stocks within the Industrials sector that generated a positive return in the first half and meaningfully outperformed the sector and overall index. Fortunately for us, we owned 3 of those 19 stocks and the performance of our Industrial stocks was -9% in the first half of 2022, which was significantly better than the decline of the Russell 1000 Value. The takeaway here is that there is always something to do across sectors for a concentrated manager even if the sector is underperforming. If there is one thing you should know about us is that we will never use sector allocation as an excuse for under or overperformance. We built positions in several names that we think will not only outgrow their peers but also see positive earnings revisions despite the difficult economic environment.

Q2 PORTFOLIO REVIEW

The biggest contributors to performance in Q2 were *Vertex Pharmaceuticals (VRTX)* and *Quanta Services (PWR)*, which collectively contributed approximately 65 bps to performance.

VRTX was up 8% in the quarter as *AbbVie (ABBV)* released data on its competitive Cystic Fibrosis treatment that fell well short of expectations and provided a sigh of relief for VRTX investors. As we communicated in prior letters, the research we conducted made us believe that ABBV's compounds were unlikely to demonstrate superiority to VRTX's Trikafta drug and, even if they did, VRTX's pipeline has a drug in development that we think would leapfrog ABBV in short order. The stock recently approached our fair value target and given the less favorable risk/reward, we sold the stock early in Q3 '22.

PWR's stock was down in the quarter but had a positive contribution to the portfolio overall due to favorable (lucky) timing of trades. The stock was volatile in Q2 having troughed at \$109 and peaked at \$139, providing us with favorable entry and exit points. We remain bullish on the long-term growth outlook for the Utility sector's capex spending which will benefit companies like PWR. At their April 5th Investor Day, the company guided to 5%-8% organic revenue growth from 2022-2026, which we think will prove conservative. EV charging, electrification-driven demand growth, renewable energy and carbon capture infrastructure should drive high single-digit organic growth well beyond 2026.

The biggest detractors to performance in Q2 were *APi Group (APG)*, *Crown Holdings (CCK)* and *Walker & Dunlop (WD)*, which collectively hurt performance by approximately 540 basis points.

APG's Q1 results were strong with organic growth of 16%, but we acknowledge that the company has the wrong factor exposures for this environment – limited public company operating history (via SPAC no less), material Europe exposure, perceived cyclical, and elevated debt from acquisitions (half of which is floating rate as of Q2). We believe the business will prove much less cyclical than consensus given that over 50% of revenues are service related and many of these fire & safety services are mandated by law. Furthermore, with a record backlog and upside to synergy targets from the recent acquisition of Chubb, we believe guidance is very obtainable. At just over 8x EV/EBITDA, APG trades at a steep discount to all major fire & safety service M&A transactions that occurred in the private markets despite what we believe to be a superior business mix than most of the private company comps. We continue to believe that there is material upside to the stock and added to our position during the second quarter.

CCK, one of the largest producers of aluminum cans globally, took down guidance modestly after Q1 earnings largely due to cyclical weakness in the Brazil market and the strong U.S. dollar. CCK was perceived to be a defensive stock but given the guide down and the potential for further negative revisions from FX and a magnesium shortage, the stock sold off as investors sought shelter elsewhere. We continue to believe in the long-term growth opportunity for aluminum cans as consumers pivot away from less environmentally friendly substrates such as plastic and glass. Greater than 70% of new beverage launches are in cans which compares to just 30% back in 2014. We believe there is further runway for growth as beverage categories such as water, wine and cocktails mix shift to aluminum.

WD continues to post impressive growth, but investors were surprised by the margin degradation in Q1 resulting from recent margin dilutive acquisitions and aggressive organic growth investments. We believe that WD will moderate investments and show significant operating leverage over the next few years as investments in small balance loans, appraisals and asset management pay off. Recession fears have led to weakness in most Financial stocks but we believe WD's multi-family real

estate focus will prove resilient in a potential downturn given the decline in affordability of single-family homes from rising mortgage rates. Additionally, increased emphasis on affordable housing will benefit WD who has built a robust affordable housing platform with its acquisition of Alliant Capital, an alternative asset manager focused on low-income housing tax credits. We believe WD will grow EPS at as high teens rate over the next few years and is very attractively valued at just over 10x our 2023 adjusted EPS estimate.

We initiated new positions in *MasTec (MTZ)*, *Blue Owl (OWL)* and *First Republic Bank (FRC)* in the quarter which we discuss below. We also bought a fourth stock that we will discuss in a future update if that position becomes a 3% weighting or higher.

MASTEC (MTZ)

In our Q3 2021 investor letter, we highlighted our investment thesis on Quanta Services (PWR) and bullish outlook on Utilities' capex growth driven by the need for grid modernization, grid hardening/weatherization and renewables infrastructure. We remain optimistic about transmission and distribution (T&D) capex which has been validated by multi-year capex plans outlined by many major utility companies. The Edison Electric Institute recently raised its outlook for utilities' capex in 2023 to \$157.4B, up from its previous estimate of \$142.4B and well above the \$134.1B spent in 2021. EEI estimates that utilities' capital investments in transmission and distribution grew at a 7% CAGR from 2015-2021, and we estimate this growth to continue over the next few years. Furthermore, utility companies' shift to outsourced labor should add an additional 100-200 basis points to topline growth for the likes of PWR at MTZ who are direct beneficiaries of this trend. It's notable that many utilities have raised their medium-term capex growth guidance including *Southern Company (SO)* which raised its 2023 capex guidance every year since 2018. Much like PWR, as one of the largest infrastructure contractors in the United States, we expect MTZ will benefit from continued growth in utility capex investments over the next few years. In addition to healthy revenue growth, we believe MTZ can drive significant margin expansion as it concurrently seeks to turnaround the operations of recently acquired Henkels & McCoy ("H&M"). For example, H&M's SG&A was 12% of sales vs. MTZ at 5% of sales. We expect MTZ to drive high single-digit organic sales growth in Power Delivery with ~250 basis points of margin expansion from 2021-2024.

MTZ generated 32% of revenues from its Communications segment in 2021. We believe this segment has several years of growth ahead as it capitalizes on the growth in 5G infrastructure buildouts and fiber deployments for high-speed internet access. At a Bank of America conference held on June 23rd, the COO of *AT&T (T)* said, "our investment thesis is on fiber. We are investing at breakneck speeds with the capital-intensity at historic levels for AT&T. So, wireless and 5G and fiber are expanding at speed at which we've not seen in the past. And so we're making heavy investments in the network."

We expect *Verizon (VZ)*, *Charter (CHTR)* and others to also accelerate 5G and/or fiber investments as well. In addition to organic demand from telcos and cable providers, massive government subsidies will provide several years of sustained, robust investment. The FCC's \$20B Rural Digital Opportunity Fund ("RDOF") was launched in 2020 to fund the deployment of high-speed broadband networks in rural America. This investment is significant and will lead to an acceleration in fiber capex spend by the large cable operators. According to the CEO of CHTR, "through RDOF we'll add over 100,000 miles of new network infrastructure to our approximately 800,000 existing miles over the next five years or so. And our construction is not limited to RDOF commitments." In other words, CHTR will grow its fiber footprint by 13% over the next 5 years just from RDOF alone. As if that isn't enough, the Bipartisan Infrastructure Deal earmarked \$65B for broadband deployment. To put

this in perspective, T and VZ collectively spent half that amount in total capex in 2021. In sum, the combination of organic demand and massive government subsidies should fuel high single-digit organic growth for MTZ's Communications segment over the next few years.

In 2019, MTZ's Oil & Gas segment represented 43% of sales and 68% of segment level EBITDA. Fast forward to 2022, and this segment will likely be half the size in terms of revenues and account for just 27% of segment EBITDA. The rapid decline in this segment was largely a function of a decline in oil prices that led to a curtailment in pipeline project work. We believe that the current revenue run-rate consists of very little project work and is mostly maintenance-related. With oil prices now at levels not seen since 2014, we believe there is an asymmetric risk/reward to the upside on MTZ's O&G business. At a June 9th investor conference, CEO Jose Mas commented, "and all of a sudden, the sentiment from our customers is completely different than it was a year or two ago. It's incredible...it feels like three years ago again. I mean the amount of projects that are going to be coming in that industry we could never have predicted a year or two years ago. So, I think that our outlook for '23, '24, '25 is dramatically better than it was going into this, right?"

We estimate that MTZ will generate 23% of 2022 sales from its Clean Energy & Infrastructure business which is levered to the secular growth opportunities in utility-grade solar, wind and green energy more broadly. We believe PWR's Investor Day in April of 2022 provides a good framework for how to think about MTZ's Clean Energy & Infrastructure growth over the next few years. PWR guided for 8%-10% organic revenue growth from 2022-2026 for their Renewable Energy Infrastructure business with target EBIT margins of 9%-10%. We think MTZ can grow at a faster rate and meaningfully expand its Clean Energy & Infrastructure margins from 4% in 2021 to over 7% by 2024 due to operating leverage, cost synergies at H&M and the roll-off of legacy low margin contracts at H&M.

Pre-COVID, MTZ traded at a similar valuation level to PWR but has since traded at a discount largely due to positive earnings revisions from PWR and negative earnings revisions from MTZ. MTZ's negative revisions were largely a function of disappointing financial results from the O&G segment, which we think is largely behind them for the reasons discussed previously. We think MTZ can earn nearly \$6.75/share in EPS in 2023, above the consensus estimate of \$6, and can grow EPS at a double-digit rate over the next few years. Our differentiated view relative to consensus is based on higher revenue expectations and better margins due to operating leverage on the incremental revenue growth. With MTZ trading for less than 11x our 2023 EPS estimate, we think the stock is very attractively valued relative to our expectation of multi-year double-digit EPS growth.

BLUE OWL (OWL)

This market will likely deliver cruel and unusual punishment to companies that miss earnings. The negative earnings revisions have only just begun, and stocks won't bottom until the negative earnings revisions stop, or, at the very least, the second derivative of the revisions start to improve. Likewise, we have focused our idea generation on companies that we feel have resilient business models, ample opportunities for growth and little downside to earnings estimates even under more adverse economic conditions. We believe OWL checks all these boxes. OWL is an alternative asset management company with over \$100B of assets under management. There are three primary business units within OWL – 1) Owl Rock, a private credit and direct lending asset management business with \$45B of AUM; 2) Dyal, a former subsidiary of Neuberger Berman which acquires GP interests in large alternative asset management firms; and 3) Oak Street, a triple net lease REIT manager.

OWL's fund strategies are predominantly permanent capital vehicles and 95% of OWL's management fees are attributable to permanent capital (the balance is exposed to funds with a duration of 5 years or more). Although management fee revenues are not necessarily "permanent", they should be quite stable and are not highly sensitive to underlying fund performance. This is in sharp contrast to other publicly traded alternative managers that may experience greater earnings volatility due to exposure to non-permanent capital vehicles and dependency on performance fees that are highly uncertain and vulnerable to market downturns. Despite a more defensive and resilient revenue stream vs. peers, OWL shares are down 35.5% as of this writing, which is slightly worse than the YTD performance of *Blackstone (BX)* and *Apollo (APO)* and a little better than *KKR (KKR)*. Given lack of material downside risk to earnings in the near term, the significant stock drop implies that OWL's long-term trajectory has materially deteriorated, which we think is not the case. One common concern is Owl Rock's exposure to tech-related private credit loans. The \$7B Owl Rock Technology Fund was launched in 2018, and some fear performance of those loans will struggle in the aftermath of the tech bubble burst. While we acknowledge the increased risk of loan impairment, it is important to understand Owl Rock's underwriting standards and with an average tech investment loan-to-value in the 30% range, we believe the credit has sufficient margin of safety. Since inception in March 2016, Owl Rock's annual loss rate has been just 5bps on over \$45B of capital deployed which compares favorably to average annual loss rates for the senior direct lending market. In fact, Owl Rock has experienced zero losses across its tech investments. Furthermore, Owl Rock has focused its private credit investments on large, profitable tech companies with average annual EBITDA of \$150M. Although private credit does not have a long-term track record given the asset class is still in its infancy, we can look at the return of bank loans during prior rate cycles as a proxy for private credit returns since they are both floating rate debt instruments. In 1994, the 10-year Treasury yield went from 5.8% to 7.8%. In that year, Treasuries declined 3.9% but bank loans had a +10.3% return. In 1999, the 10-year yield rose from 4.6% to 6.4% and Treasury prices declined 2.6% whereas bank loans returned +4.7%. In fact, over the last five rate hike cycles, bank loans exhibited a positive rate of return. Private credit may prove to be a highly attractive asset class in a rising rate environment given its floating rate characteristic. Of course, private credit could decline due to credit related risks but not inflation/rate related risks.

We recognize that a recession and/or broad-based market weakness could lead to a deceleration in AUM growth in the near term but the long-term outlook for private credit remains very bright. As the number of commercial banks declined over the years (down 50% since 1998), the top 25 banks now hold more than 50% of all commercial and industrial loans. The consolidation of banks coupled with a reduced appetite for illiquid assets post Great Financial Crisis, accelerated the shift in traditional bank lending to an "originate and distribute" model. As traditional sources of public capital financing became less available and regulatory burdens increased, private debt arose to fill the void. In turn, banks' share of U.S. leveraged loans dropped from 52% in 1999 to just 16% by 2019. In Europe, banks still have 26% share of the leveraged loan market. According to McKinsey, between 2016-2021, direct lending has grown at a 22.6% CAGR. Direct Lending AUM has grown more than 6x since 2010 but its market share is still less than 18%. While Direct Lending AUM is just over \$500B for the industry, there is still over \$1.3T of U.S. bank loans outstanding and over \$1.5T of U.S. high yield outstanding leaving plenty of white space for private credit originators like Owl Rock. Furthermore, given the significant amount of private equity dry powder, there is a significant pent-up demand for private credit to support this PE sponsor capital. According to *Ares Management (ARES)*, direct lending dry powder is only 19% of PE buyout dry powder. A recent Preqin investor survey found that 91% of respondents intend to maintain or increase allocations to private debt over the long-term. Furthermore, Preqin forecasts that private debt assets will reach \$2.7T by 2026 (up from ~\$1.2T in 2021) and surpass real estate to become the second-largest private capital asset class.

We also believe that private credit has a material opportunity to gain share in the Wealth Management channel. Although pensions and endowments have a ~28% allocation to alternatives, the Private Wealth channel has just a 5% allocation. Blue

Owl is a leader in Private Wealth distribution having raised over \$20B of capital through this channel. OWL's evergreen strategies are currently raising ~\$800M/month through Private Wealth and has consistently accelerated every quarter since Q1 2021. OWL's product set is highly suitable for the retail customer given they are income-oriented strategies that are less volatile than traditional asset classes. Although adverse market conditions can hamper future AUM growth, OWL simply has not seen it yet. In fact, OWL raised \$2.6B in Private Wealth assets in Q2 thru May 17th, which is GREATER than the \$2.2B they raised in all of Q1 which itself was a record and significantly higher than the \$1.6B raised thru this channel in Q4 2021.

Given Owl Rock's loans are nearly all floating rate, a rising rate environment should not only attract greater investor interest but should also positively impact OWL's financial results. OWL collects "Part I fees" on certain fund vehicles which are performance fees on portfolio cash yields. The higher the yield, the more Part I fees that OWL collects. According to OWL, a 200 bps increase in ST interest rates will boost revenues by 200 bps and a 300 bps increase would increase OWL revenues by 4% (all else equal).

We believe OWL will earn nearly \$1/share in Distributable Earnings per share by 2025 putting the stock at just over 10x our 2025 earnings estimate. A 20x multiple seems reasonable given the visibility of earnings and expected double digit growth in AUM. Discounting that back to today and subtracting liabilities associated with an earnout to Oak Street principals and a tax receivable agreement liability implies substantial upside from current levels.

FIRST REPUBLIC BANK (FRC)

JP Morgan (JPM) performed an analysis on the characteristics of the top 5 performing bank stocks vs. the bottom 5 over a 10-year period (2010-2020). Unsurprisingly, the top bank performers exhibited very strong revenue growth, EPS growth and tangible book value growth whereas the worst performing banks experienced lackluster growth across all these metrics. Therefore, it's not surprising FRC was one of the best performing banks over that timeframe with a compound annual return of 19.0% vs. 7.7% for the *SPDR S&P Regional Banking ETF (KRE)* and 11.7% for the S&P 500. FRC's industry leading growth is largely a function of exceptional customer service and client support. In 2021, FRC's net promoter score (NPS) of 79 was significantly higher than the U.S. banking average of 34 and nearly 40 points higher than the weighted average NPS of banks in its footprint; it was even higher than leading non-bank consumer brands such as Apple and Ritz Carlton. FRC's client-focused culture has enabled FRC to gain significant market share of the high net worth population that it targets. FRC's penetration of high net worth households within its footprint has grown from 3% in 2003 to just under 5% at the end of 2019. With such low overall share, we believe FRC has a long runway for continued industry-leading growth in its existing footprint and in new markets such as Seattle and select Florida markets.

With 60% of FRC's loans consisting of residential mortgages, the stock has been under pressure as investors worry that a rising rate environment will impair FRC's growth rate. Furthermore, loan originations, business banking and wealth management are economically sensitive businesses which has led to selling pressure for all regional bank stocks including FRC. We acknowledge the risks that higher rates pose on FRC but believe the concerns are overblown and believe FRC can continue delivering mid-teens loan growth as interest rates keep rising. With the stock trading near trough valuation on a price/book basis, we believe we bought FRC at a very attractive entry point.

It is important to recognize that FRC's resi mortgage loans are predominantly adjustable-rate mortgages (ARMs) rather than fixed rate. Recently, ARM origination volumes significantly outperformed fixed rate volumes largely because ARM's provide a lower cost of borrow over the next few years relative to fixed rate mortgages and because existing ARM borrowers are refinancing their existing loans to extend the fixed component duration of them.

Additionally, FRC's customers tend to pre-pay their mortgages at much slower speeds when interest rates are rising. In 2021, as rates fell, 23% of FRC's mortgage loans were prepaid which led to a headwind on asset growth and put pressure on new purchase originations to keep the loan growth machine humming. The 23% prepayment rate compares to a 15% average over the last 5-10 years. As mortgage rates rise, prepayment speeds will decline which will act as a tailwind to loan balance growth. Management expects payoffs as a % of mortgage loan balances to drop into the mid-teens over time. In previous mortgage rate spikes, prepayment speeds fell as low as 10%. Likewise, we expect a decline in prepayment speeds to act as a tailwind to loan growth by as much as 300-500 bps in 2022/2023.

In its recent Q2 earnings release, FRC reported 28% growth in residential mortgage balances that was an ACCELERATION from last quarter's 26% growth rate. So, despite a sharp slowdown in overall mortgage industry originations, FRC is seeing an acceleration. We believe that the bank must be taking significant share as the large money-center banks are shrinking their mortgage operations. *Wells Fargo (WFC)* reportedly "laid off several hundred workers from its home lending division, citing a need to reduce capacity amid lower volumes." During times of financial stress, FRC tends to pick up market share as its peers retrench.

In sum, we believe FRC's loan growth will prove to be more robust than investors think over the next couple of years despite rising rates. Using conservative estimates for net interest margin expansion and loan growth, our 2023 EPS estimate is about 5% ahead of consensus. With the stock trading near its trough P/E multiple relative to the past 5 years, we believe there is attractive upside over the next few years as FRC's business model continues to demonstrate industry leading growth.

During the quarter, we sold our investments in *Bausch Health (BHC)*, *Qorvo (QRVO)* and *Jazz Pharmaceuticals (JAZZ)*.

MARKET COMMENTARY

The big question on our minds is how much of the market correction is a function of higher interest rates vs. the expectation for negative earnings revision. The answer probably isn't so black & white and is sector dependent. On July 11th, Bill McDermott, the CEO of *ServiceNow (NOW)*, appeared on "Mad Money" on CNBC and had an uncharacteristically cautious tone in his comments. That was enough to send the stock crashing 12% the following day and took much of the software sector down with it. This suggests that perhaps much of the carnage in software was rate driven and negative earnings revisions could drive the sector down further. "No one's going to outrun the currency right now," McDermott told Jim Cramer. Someone may want to tell sell-side analysts as much because earnings revisions have hardly dropped despite a significant rally in the dollar. According to Morgan Stanley strategist Mike Wilson, every 1 percentage point increase in the dollar on a year over year basis equates to a ~0.5x hit to EPS growth. So, with the dollar about 16% stronger than a year ago, that translates into an ~8% headwind for S&P 500 EPS growth, all else equal. We believe consensus earnings estimates are too high when considering the impact of the stronger dollar coupled with a slowdown in global economic growth.

Other sectors, however, appear to have priced in considerable negative earnings revisions. *Micron (MU)* is up more than 10% since reporting fiscal Q3 earnings and offering Q4 EPS guidance of \$1.63, materially lower than the consensus estimate of \$2.62. Notably, the *Philadelphia Semiconductor Index (SOX)* found a near-term bottom (so far) since MU's abysmal guidance suggesting the semiconductor sector's poor performance has already factored in material negative earnings revisions.

It seems unlikely though that the market broadly has priced in a recession. Quite simply, markets do not bottom when ISM Manufacturing PMI levels are in expansionary territory, unemployment rates are at/near cycle lows and forward EPS revisions have yet to turn negative. Goldman Sachs noted that the current equity drawdown, at its trough, reached the median 24% decline seen in post-World War II recessions. While true, it is worth noting that the average decline of 30% is higher than the median, and the average recession did not have the backdrop of Fed rate hikes accompanied by unprecedented inflation growth. The silver lining is that commodity prices have dropped significantly over the past few weeks which may translate to a peak in CPI. Historically, a peak in inflation has been a positive catalyst for stocks as investors likely gain confidence that the Fed tightening cycle is coming to an end.

As of July 16th, our five largest positions were *onsemi (ON)*, APi Group (APG), Walker & Dunlop (WD), *Raytheon Technologies (RTX)* and First Republic Bank (FRC), representing about 30% of the total portfolio. Approximately 11% of the portfolio is currently held in cash.

During the quarter, Tanner Coyle left the company after 7 years as a senior analyst on our team as he and his wife moved back to Minneapolis to be closer to family. Tanner will be sorely missed, and we wish him much health and happiness as he embarks on his next chapter in life. Fortunately, we found a terrific analyst to fill the shoes left by Tanner. Eric Ward joined us in June with 15+ years of experience under his belt at several different hedge funds including LMR Partners, Northern Right Capital, and Becker Drapkin Management. Eric has an M.B.A. from Columbia Business School and a B.S. from NYU. We think he's a little crazy to have relocated from his beautiful hometown of San Diego to NYC but is much more logical when it comes to security analysis. We couldn't be happier to have Eric join the team and look forward to reporting on his investment ideas in future letters.

We hope everyone is safe and healthy. Thanks, as always, for your continued support and confidence.

Sincerely,



Ari Sass
President & Portfolio Manager, MD Sass

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