

BROWN   
BROTHERS  
HARRIMAN

# Semi-Annual Report

APRIL 30, 2023

BBH INCOME FUND

**BBH INCOME FUND**

**PORTFOLIO ALLOCATION**

April 30, 2023 (unaudited)

**BREAKDOWN BY SECURITY TYPE**

	<u>U.S. \$Value</u>	<u>Percent of Net Assets</u>
Asset Backed Securities . . . . .	\$ 135,003,182	18.1%
Commercial Mortgage Backed Securities . . . . .	44,466,051	6.0
Corporate Bonds . . . . .	364,883,292	49.0
Loan Participations and Assignments. . . . .	101,352,181	13.6
Municipal Bonds . . . . .	5,772,824	0.8
Preferred Stock . . . . .	18,929,096	2.5
Residential Mortgage Backed Securities . . . . .	1,226,425	0.1
U.S. Government Agency Obligations. . . . .	5,000,000	0.7
U.S. Treasury Bills. . . . .	1,798,269	0.2
U.S. Treasury Bonds and Notes . . . . .	66,837,984	9.0
Liabilities in Excess of Cash and Other Assets. . . . .	(223,519)	(0.0)
<b>NET ASSETS</b> . . . . .	<b><u>\$ 745,045,785</u></b>	<b><u>100.0%</u></b>

All data as of April 30, 2023. The BBH Income Fund's (the "Fund") breakdown by security type is expressed as a percentage of net assets and may vary over time.

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>ASSET BACKED SECURITIES (18.1%)</b>				
\$ 2,640,000	ABPCI Direct Lending Fund ABS I, Ltd. 2020-1A <sup>1</sup>	12/20/30	3.199%	\$ 2,404,330
2,270,000	ABPCI Direct Lending Fund ABS II LLC 2022-2A <sup>1</sup>	03/01/32	4.987	2,021,169
1,174,712	Adams Outdoor Advertising LP 2018-1 <sup>1</sup>	11/15/48	4.810	1,123,075
1,480,000	Ares PBN Finance Co. LLC <sup>1,2</sup>	09/15/36	6.000	1,389,572
5,200,000	Avis Budget Rental Car Funding AESOP LLC 2023-4A <sup>1</sup>	06/20/29	5.490	5,269,646
2,439,320	BHG Securitization Trust 2022-A <sup>1</sup>	02/20/35	1.710	2,330,510
4,165,000	BHG Securitization Trust 2023-A <sup>1</sup>	04/17/36	6.350	4,140,842
456,190	Business Jet Securities LLC 2020-1A <sup>1</sup>	11/15/35	2.981	431,400
1,430,000	CARS-DB4 LP 2020-1A <sup>1</sup>	02/15/50	4.170	1,342,236
1,025,375	CF Hippolyta Issuer LLC 2020-1 <sup>1</sup>	07/15/60	2.280	924,217
2,374,427	CF Hippolyta Issuer LLC 2022-1A <sup>1</sup>	08/15/62	5.970	2,362,860
1,750,000	CFG Investments, Ltd. 2021-1 <sup>1</sup>	05/20/32	5.820	1,680,589
2,000,000	Credit Acceptance Auto Loan Trust 2020-2A <sup>1</sup>	09/17/29	1.930	1,976,313
2,330,000	Credit Acceptance Auto Loan Trust 2023-1A <sup>1</sup>	07/15/33	7.710	2,385,180
3,070,000	DataBank Issuer 2023-1A <sup>1</sup>	02/25/53	5.116	2,892,536
2,850,000	DigitalBridge Issuer LLC 2021-1A <sup>1</sup>	09/25/51	3.933	2,473,353
909,456	Elm Trust 2020-3A <sup>1</sup>	08/20/29	2.954	848,834
2,357,061	Elm Trust 2020-4A <sup>1</sup>	10/20/29	2.286	2,175,140
12,934	FCI Funding LLC 2019-1A <sup>1</sup>	02/18/31	3.630	12,800
4,460,000	Flexential Issuer 2021-1A <sup>1</sup>	11/27/51	3.250	4,004,525
655,755	FNA LLC 2019-1 <sup>2</sup>	12/10/31	3.000	557,392
1,670,000	FREED ABS Trust 2022-2CP <sup>1</sup>	05/18/29	4.490	1,642,321
1,298,785	Global SC Finance VII Srl 2020-1A <sup>1</sup>	10/17/40	2.170	1,180,679
1,221,828	Global SC Finance VII Srl 2020-2A <sup>1</sup>	11/19/40	2.260	1,109,563
4,270,000	Golub Capital Partners ABS Funding, Ltd. 2021-1A <sup>1</sup>	04/20/29	2.773	3,960,220
2,980,000	HPEFS Equipment Trust 2023-1A <sup>1</sup>	04/20/28	5.730	2,990,573
550,638	Lendmark Funding Trust 2019-2A <sup>1</sup>	04/20/28	2.780	538,944
2,540,000	Lendmark Funding Trust 2023-1A <sup>1</sup>	05/20/33	5.590	2,531,343
479,651	LIAS Administration Fee Issuer LLC 2018-1A	07/25/48	5.956	475,727
189,988	Mariner Finance Issuance Trust 2019-AA <sup>1</sup>	07/20/32	2.960	187,993
1,070,000	Mariner Finance Issuance Trust 2020-AA <sup>1</sup>	08/21/34	2.190	1,029,936
1,840,000	MCF CLO 10, Ltd. 2023-1A (3-Month CME Term SOFR + 4.200%) <sup>1,3</sup>	04/15/35	9.032	1,827,322
1,870,000	Monroe Capital ABS Funding II, Ltd. 2023-1A <sup>1</sup>	04/22/33	6.650	1,870,000
1,260,000	Monroe Capital ABS Funding, Ltd. 2021-1A <sup>1</sup>	04/22/31	2.815	1,160,508
1,790,000	Monroe Capital Income Plus ABS Funding LLC 2022-1A <sup>1</sup>	04/30/32	5.150	1,547,907
2,700,000	Neuberger Berman Loan Advisers CLO 40, Ltd. 2021-40A (3-Month USD-LIBOR + 1.060%) <sup>1,3</sup>	04/16/33	6.320	2,663,214

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>ASSET BACKED SECURITIES (continued)</b>				
\$ 2,520,000	New Residential Advance Receivables Trust			
	Advance Receivables Backed 2020-T1 <sup>1</sup>	08/15/53	1.426%	\$ 2,475,541
244,338	Newtek Small Business Loan Trust 2018-1			
	(U.S. Prime Rate - 0.550%) <sup>1,3</sup>	02/25/44	7.450	240,976
115,904	Newtek Small Business Loan Trust 2018-1			
	(U.S. Prime Rate + 0.750%) <sup>1,3</sup>	02/25/44	8.750	114,762
3,550,000	NextGear Floorplan Master Owner Trust 2022-1A <sup>1</sup>	03/15/27	2.800	3,404,402
5,440,000	NextGear Floorplan Master Owner Trust 2023-1A <sup>1</sup>	03/15/28	5.740	5,581,140
1,660,000	NFAS2 LLC 2022-1 <sup>1</sup>	09/15/28	6.860	1,656,983
3,960,000	Niagara Park CLO, Ltd. 2019-1A (3-Month			
	USD-LIBOR + 1.000%) <sup>1,3</sup>	07/17/32	6.260	3,879,089
2,180,000	OnDeck Asset Securitization Trust III LLC 2021-1A <sup>1</sup>	05/17/27	1.590	2,029,720
385,181	OneMain Financial Issuance Trust 2020-1A <sup>1</sup>	05/14/32	3.840	382,624
2,930,000	OneMain Financial Issuance Trust 2022-S1 <sup>1</sup>	05/14/35	4.130	2,848,479
5,630,000	Oportun Issuance Trust 2021-C <sup>1</sup>	10/08/31	2.180	5,105,268
364,879	Oxford Finance Funding LLC 2019-1A <sup>1</sup>	02/15/27	4.459	362,326
1,322,922	Oxford Finance Funding LLC 2020-1A <sup>1</sup>	02/15/28	3.101	1,313,202
460,286	ReadyCap Lending Small Business Loan Trust 2019-2			
	(U.S. Prime Rate - 0.500%) <sup>1,3</sup>	12/27/44	7.500	439,474
5,150,000	Regional Management Issuance Trust 2022-1 <sup>1</sup>	03/15/32	3.070	4,818,244
2,060,000	Republic Finance Issuance Trust 2020-A <sup>1</sup>	11/20/30	2.470	1,974,070
2,130,000	Sabey Data Center Issuer LLC 2020-1 <sup>1</sup>	04/20/45	3.812	2,036,935
1,795,000	Sabey Data Center Issuer LLC 2023-1 <sup>1</sup>	04/20/48	6.250	1,809,539
611,511	Santander Drive Auto Receivables Trust 2020-1	12/15/25	4.110	608,194
1,940,000	Santander Revolving Auto Loan Trust 2019-A <sup>1</sup>	01/26/32	2.510	1,851,844
2,310,000	Southwick Park CLO LLC 2019-4A (3-Month			
	USD-LIBOR + 1.060%) <sup>1,3</sup>	07/20/32	6.310	2,275,399
1,569,828	Stack Infrastructure Issuer LLC 2019-1A <sup>1</sup>	02/25/44	4.540	1,542,029
1,150,000	Stack Infrastructure Issuer LLC 2023-1A <sup>1</sup>	03/25/48	5.900	1,143,697
273,605	SWC Funding LLC 2018-1A <sup>1</sup>	08/15/33	4.750	269,439
1,353,653	Textainer Marine Containers VII, Ltd. 2020-1A <sup>1</sup>	08/21/45	2.730	1,249,503
4,593,314	Thrust Engine Leasing DAC 2021-1A <sup>1</sup>	07/15/40	4.163	3,723,845
3,350,000	Vantage Data Centers Issuer LLC 2023-1A <sup>1</sup>	03/16/48	6.316	3,337,300
5,295,243	VC 3 LS LP 2021-B <sup>1,2</sup>	10/15/41	4.750	4,499,898
1,834,943	VCP RRL ABS I, Ltd. 2021-1A <sup>1</sup>	10/20/31	2.152	1,662,508
4,830,000	Westlake Automobile Receivables Trust 2023-2A <sup>1</sup>	03/15/28	6.290	4,903,983
<b>Total Asset Backed Securities</b>				
<b>(Cost \$141,399,018)</b>				<b>135,003,182</b>

The accompanying notes are an integral part of these financial statements.

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>COMMERCIAL MORTGAGE BACKED SECURITIES (6.0%)</b>				
\$ 1,390,000	BPR Trust 2022-OANA (1-Month CME Term SOFR + 2.697%) <sup>1,3</sup>	04/15/37	7.587%	\$ 1,308,976
4,740,000	BX Commercial Mortgage Trust 2022-CSMO (1-Month CME Term SOFR + 3.889%) <sup>1,3</sup>	06/15/27	8.778	4,656,824
1,678,608	BXMT, Ltd. 2020-FL2 (1-Month CME Term SOFR + 1.014%) <sup>1,3</sup>	02/15/38	5.904	1,586,050
1,250,000	BXMT, Ltd. 2020-FL3 (1-Month CME Term SOFR + 2.664%) <sup>1,3</sup>	11/15/37	7.554	1,143,750
146,085	CG-CCRE Commercial Mortgage Trust 2014-FL2 (1-Month USD-LIBOR + 4.000%) <sup>1,2,3</sup>	11/15/31	8.948	108,877
786,000	CG-CCRE Commercial Mortgage Trust 2014-FL2 (1-Month USD-LIBOR + 4.000%) <sup>1,3</sup>	11/15/31	8.948	684,624
1,375,473	CG-CCRE Commercial Mortgage Trust 2014-FL2 (1-Month USD-LIBOR + 4.750%) <sup>1,2,3</sup>	11/15/31	9.698	757,060
890,000	Citigroup Commercial Mortgage Trust 2019-SMRT <sup>1</sup>	01/10/36	4.149	872,922
3,540,000	CSMC 2018-SITE <sup>1,3,4</sup>	04/15/36	4.941	3,358,529
3,312,611	DFVI 2021-1A <sup>1,2</sup>	12/15/29	2.982	3,104,944
1,000,000	Hudsons Bay Simon JV Trust 2015-HB10 <sup>1,3,4</sup>	08/05/34	5.447	752,554
3,150,000	Intown Mortgage Trust 2022-STAY (1-Month CME Term SOFR + 4.134%) <sup>1,3</sup>	08/15/39	9.024	3,090,786
240,000	JPMBB Commercial Mortgage Securities Trust 2014-C24 <sup>1,3,4</sup>	11/15/47	4.029	148,018
2,691,735	Morgan Stanley Capital I Trust 2019-BPR (1-Month USD-LIBOR + 1.650%) <sup>1,3</sup>	05/15/36	6.598	2,618,456
5,860,000	MTN Commercial Mortgage Trust 2022-LPFL (1-Month CME Term SOFR + 1.896%) <sup>1,3</sup>	03/15/39	6.785	5,704,107
1,071,931	NADG NNN Operating LP 2019-1 <sup>1</sup>	12/28/49	3.368	1,004,318
3,900,505	Ready Capital Mortgage Financing LLC 2021-FL7 (1-Month USD-LIBOR + 1.200%) <sup>1,3</sup>	11/25/36	6.220	3,798,117
2,700,000	SCo.TT Trust 2023-SFS <sup>1</sup>	03/15/40	5.910	2,749,099
2,270,000	SPGN Mortgage Trust 2022-TFLM (1-Month CME Term SOFR + 2.650%) <sup>1,3</sup>	02/15/39	7.540	2,133,388
1,310,000	SPGN Mortgage Trust 2022-TFLM (1-Month CME Term SOFR + 3.500%) <sup>1,3</sup>	02/15/39	8.390	1,218,043
890,000	STWD, Ltd. 2019-FL1 (1-Month CME Term SOFR + 1.714%) <sup>1,3</sup>	07/15/38	6.608	844,398
9,507	UBS-BAMLL Trust 2012-WRM <sup>1</sup>	06/10/30	3.663	8,937
2,915,000	Wells Fargo Commercial Mortgage Trust 2020-SDAL (1-Month USD-LIBOR + 1.340%) <sup>1,3</sup>	02/15/37	6.288	2,813,274
<b>Total Commercial Mortgage Backed Securities (Cost \$46,964,636)</b>				<b>44,466,051</b>

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## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>CORPORATE BONDS (49.0%)</b>				
<b>AEROSPACE/DEFENSE (0.6%)</b>				
\$ 2,220,000	BAE Systems, Plc. <sup>1</sup>	04/15/30	3.400%	\$ 2,048,029
2,700,000	Boeing Co.	02/01/28	3.250	2,515,760
				<u>4,563,789</u>
<b>AGRICULTURE (0.8%)</b>				
3,590,000	Archer-Daniels-Midland Co.	08/15/33	4.500	3,596,385
1,890,000	Cargill, Inc. <sup>1</sup>	10/11/32	5.125	1,960,689
				<u>5,557,074</u>
<b>AUTO MANUFACTURERS (1.0%)</b>				
2,945,000	Ford Motor Credit Co. LLC.	11/04/27	7.350	3,028,349
2,230,000	General Motors Co.	10/15/29	5.400	2,204,674
2,390,000	Hyundai Capital America <sup>1</sup>	04/01/30	5.800	2,453,155
				<u>7,686,178</u>
<b>BANKS (9.8%)</b>				
2,790,000	ASB Bank, Ltd. (5-Year CMT Index + 2.250%) <sup>1,3</sup>	06/17/32	5.284	2,694,501
1,635,000	Bank Leumi Le-Israel BM <sup>1</sup>	07/27/27	5.125	1,618,650
5,910,000	Bank of America Corp. (5-Year CMT Index + 2.760%) <sup>3,5</sup>		4.375	5,038,275
3,035,000	Bank of New Zealand <sup>1</sup>	02/07/28	4.846	3,039,691
3,095,000	Bank of Nova Scotia	03/11/27	2.951	2,908,191
2,920,000	Comerica Bank (SOFR + 2.610%) <sup>3</sup>	08/25/33	5.332	2,457,732
2,710,000	DNB Bank ASA (SOFR + 1.950%) <sup>1,3</sup>	10/09/26	5.896	2,725,758
6,240,000	Fifth Third Bancorp (SOFR + 2.192%) <sup>3</sup>	10/27/28	6.361	6,439,852
165,000	Fifth Third Bancorp (SOFR + 2.127%) <sup>3</sup>	07/28/30	4.772	157,025
2,470,000	Goldman Sachs Group, Inc. (SOFR + 1.725%) <sup>3</sup>	08/23/28	4.482	2,423,411
2,140,000	HSBC Holdings, Plc (SOFR + 3.350%) <sup>3</sup>	11/03/28	7.390	2,303,605
1,735,000	HSBC Holdings, Plc.	03/31/30	4.950	1,711,755
1,140,000	HSBC Holdings, Plc (SOFR + 2.387%) <sup>3</sup>	06/04/31	2.848	959,128
3,285,000	HSBC Holdings, Plc (SOFR + 2.390%) <sup>3</sup>	03/09/34	6.254	3,423,030
2,020,000	JPMorgan Chase & Co. (3-Month CME Term SOFR + 1.585%) <sup>3</sup>	03/13/26	2.005	1,904,913
2,160,000	Lloyds Banking Group, Plc. (1-Year CMT Index + 1.700%) <sup>3</sup>	03/06/29	5.871	2,205,148
2,025,000	Lloyds Banking Group, Plc. (1-Year CMT Index + 3.750%) <sup>3</sup>	11/15/33	7.953	2,250,302
2,000,000	Morgan Stanley (SOFR + 1.610%) <sup>3</sup>	04/20/28	4.210	1,938,945
2,055,000	Morgan Stanley (SOFR + 2.560%) <sup>3</sup>	10/18/33	6.342	2,234,312
2,810,000	National Australia Bank, Ltd. <sup>1</sup>	01/12/33	6.429	2,908,758
2,445,000	NatWest Group, Plc (1-Year CMT Index + 2.850%) <sup>3</sup>	11/10/26	7.472	2,557,841
1,780,000	NatWest Group, Plc (1-Year CMT Index + 2.100%) <sup>3</sup>	03/02/34	6.016	1,849,960
2,360,000	Santander Holdings USA, Inc. (SOFR + 2.356%) <sup>3</sup>	03/09/29	6.499	2,372,206
1,525,000	UBS Group AG (1-Year CMT Index + 1.750%) <sup>1,3</sup>	05/12/28	4.751	1,470,579
4,025,000	UBS Group AG (1-Year CMT Index + 2.200%) <sup>1,3</sup>	01/12/34	5.959	4,113,547

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## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>CORPORATE BONDS (continued)</b>				
<b>BANKS (continued)</b>				
\$ 6,100,000	US Bancorp (5-Year CMT Index + 2.541%) <sup>3,5</sup>		3.700%	\$ 4,697,000
1,245,000	Wells Fargo & Co. (SOFR + 2.000%) <sup>3</sup>	04/30/26	2.188	1,172,835
1,165,000	Wells Fargo & Co. (SOFR + 2.100%) <sup>3</sup>	06/02/28	2.393	1,050,335
3,020,000	Wells Fargo & Co. (SOFR + 1.500%) <sup>3</sup>	03/02/33	3.350	2,636,035
				<u>73,263,320</u>
<b>BEVERAGES (0.6%)</b>				
1,310,000	Anheuser-Busch InBev Worldwide, Inc.	01/23/39	5.450	1,392,158
2,875,000	Brown-Forman Corp.	04/15/33	4.750	2,935,676
				<u>4,327,834</u>
<b>BUILDING MATERIALS (0.3%)</b>				
2,530,000	James Hardie International Finance DAC <sup>1</sup>	01/15/28	5.000	<u>2,383,872</u>
<b>COMPUTERS (0.4%)</b>				
3,250,000	Dell International LLC / EMC Corp.	02/01/33	5.750	<u>3,293,332</u>
<b>DIVERSIFIED FINANCIAL SERVICES (4.1%)</b>				
2,160,000	AerCap Ireland Capital DAC / AerCap Global Aviation Trust.	10/29/24	1.750	2,024,210
485,000	AerCap Ireland Capital DAC / AerCap Global Aviation Trust.	10/15/27	4.625	467,724
1,265,000	American Express Co.	03/04/27	2.550	1,171,606
1,250,000	American Express Co. (SOFR + 2.255%) <sup>3</sup>	05/26/33	4.989	1,235,731
2,330,000	Aviation Capital Group LLC <sup>1</sup>	12/15/24	5.500	2,299,035
2,685,000	Avolon Holdings Funding, Ltd. <sup>1</sup>	07/01/24	3.950	2,607,277
925,000	Avolon Holdings Funding, Ltd. <sup>1</sup>	01/15/26	5.500	907,879
3,055,000	Bread Financial Holdings, Inc. <sup>1</sup>	12/15/24	4.750	2,696,471
2,338,000	Brightsphere Investment Group, Inc.	07/27/26	4.800	2,175,423
2,345,000	Capital One Financial Corp.	05/11/27	3.650	2,190,241
2,485,000	Drawbridge Special Opportunities Fund LP / Drawbridge Special Opportunities Finance <sup>1</sup>	02/15/26	3.875	2,212,923
2,550,000	GCM Grosvenor Diversified Alternatives Issuer LLC <sup>1,2</sup>	11/15/41	6.000	2,060,145
2,050,000	Oxford Finance LLC / Oxford Finance Co.-Issuer II, Inc. <sup>1</sup>	02/01/27	6.375	1,904,567
4,620,000	Sculptor Alternative Solutions LLC <sup>1,2</sup>	05/15/37	6.000	3,813,810
2,655,000	Strategic Credit Opportunities Partners LLC.	04/01/26	4.250	2,396,953
				<u>30,163,995</u>
<b>ELECTRIC (2.8%)</b>				
1,840,000	Alabama Power Co.	03/15/32	3.050	1,642,113
945,000	Avista Corp.	04/01/52	4.000	790,414
2,100,000	Duke Energy Florida LLC	11/15/52	5.950	2,390,820

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**BBH INCOME FUND****PORTFOLIO OF INVESTMENTS (continued)**

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>CORPORATE BONDS (continued)</b>				
<b>ELECTRIC (continued)</b>				
\$ 1,880,000	Duke Energy Ohio, Inc. ....	04/01/53	5.650%	\$ 1,996,078
1,950,000	Duke Energy Progress LLC. ....	03/15/53	5.350	2,028,659
5,065,000	Edison International (5-Year CMT Index + 4.698%) <sup>3,5</sup> . . .		5.375	4,510,509
2,095,000	Narragansett Electric Co. <sup>1</sup> . . . . .	04/09/30	3.395	1,925,628
2,120,000	Nevada Power Co. ....	05/01/53	5.900	2,377,387
3,030,000	Public Service Electric & Gas Co. ....	03/15/33	4.650	3,066,189
				<u>20,727,797</u>
<b>FOOD (0.6%)</b>				
4,355,000	Nestle Holdings, Inc. <sup>1</sup> . . . . .	03/14/30	4.950	<u>4,527,627</u>
<b>HEALTHCARE-PRODUCTS (0.4%)</b>				
3,035,000	Medtronic Global Holdings SCA. ....	03/30/33	4.500	<u>3,063,277</u>
<b>HEALTHCARE-SERVICES (0.7%)</b>				
2,545,000	PeaceHealth Obligated Group. ....	11/15/50	3.218	1,835,429
3,260,000	Providence St Joseph Health Obligated Group . . . . .	10/01/33	5.403	3,270,858
490,000	Sutter Health. ....	08/15/30	2.294	414,398
				<u>5,520,685</u>
<b>INSURANCE (9.3%)</b>				
4,175,000	Aegon NV (6-Month USD-LIBOR + 3.540%) <sup>3</sup> . . . . .	04/11/48	5.500	4,048,915
2,880,000	Ascot Group, Ltd. <sup>1</sup> . . . . .	12/15/30	4.250	2,305,967
2,035,000	Athene Global Funding <sup>1</sup> . . . . .	06/29/25	2.550	1,887,879
2,790,000	Athene Holding, Ltd. ....	02/01/33	6.650	2,843,572
5,715,000	AXIS Specialty Finance LLC (5-Year CMT Index + 3.186%) <sup>3</sup> . . . . .	01/15/40	4.900	4,593,468
2,920,000	Corebridge Financial, Inc. (5-Year CMT Index + 3.846%) <sup>1,3</sup> . . . . .	12/15/52	6.875	2,643,987
4,210,000	Doctors Co. An Interinsurance Exchange <sup>1</sup> . . . . .	01/18/32	4.500	3,564,122
1,600,000	Enstar Finance LLC (5-Year CMT Index + 5.468%) <sup>3</sup> . . .	09/01/40	5.750	1,335,761
4,100,000	Enstar Finance LLC (5-Year CMT Index + 4.006%) <sup>3</sup> . . .	01/15/42	5.500	2,951,577
5,540,000	F&G Annuities & Life, Inc. <sup>1</sup> . . . . .	01/13/28	7.400	5,635,021
2,195,000	Fairfax Financial Holdings, Ltd. ....	04/29/30	4.625	2,098,199
4,765,000	Fidelis Insurance Holdings, Ltd. (5-Year CMT Index + 6.323%) <sup>1,3</sup> . . . . .	04/01/41	6.625	4,502,925
3,128,000	First American Financial Corp. ....	08/15/31	2.400	2,431,079
1,690,000	Metropolitan Life Global Funding I <sup>1</sup> . . . . .	03/21/29	3.300	1,565,794
2,280,000	Metropolitan Life Global Funding I <sup>1</sup> . . . . .	03/28/33	5.150	2,314,902
1,580,000	Muenchener Rueckversicherungs-Gesellschaft AG in Muenchen (5-Year CMT Index + 3.982%) <sup>1,3</sup> . . . . .	05/23/42	5.875	1,584,800
3,708,000	PartnerRe Finance B LLC (5-Year CMT Index + 3.815%) <sup>3</sup> . . . . .	10/01/50	4.500	3,115,264
2,995,000	SiriusPoint, Ltd. <sup>1</sup> . . . . .	11/01/26	4.600	2,584,685

*The accompanying notes are an integral part of these financial statements.*



**BBH INCOME FUND****PORTFOLIO OF INVESTMENTS (continued)**

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>CORPORATE BONDS (continued)</b>				
<b>INSURANCE (continued)</b>				
\$ 3,125,000	Stewart Information Services Corp. ....	11/15/31	3.600%	\$ 2,465,511
4,830,000	Swiss Re Finance Luxembourg S.A. (5-Year CMT Index + 3.582%) <sup>1,3</sup> .....	04/02/49	5.000	4,602,169
2,520,000	Teachers Insurance & Annuity Association of America <sup>1</sup> .....	05/15/50	3.300	1,799,394
3,655,000	United Insurance Holdings Corp. ....	12/15/27	7.250	2,375,750
6,280,000	Universal Insurance Holdings, Inc. ....	11/30/26	5.625	5,639,176
				<u>68,889,917</u>
<b>INVESTMENT COMPANIES (6.2%)</b>				
2,490,000	Capital Southwest Corp. ....	01/31/26	4.500	2,320,680
1,635,000	CION Investment Corp. ....	02/11/26	4.500	1,494,201
5,725,000	Fairfax India Holdings Corp. <sup>1</sup> .....	02/26/28	5.000	4,837,625
2,930,000	Franklin BSP Lending Corp. <sup>1</sup> .....	12/15/24	4.850	2,817,695
1,370,000	FS KKR Capital Corp. ....	02/01/25	4.125	1,298,876
3,450,000	FS KKR Capital Corp. <sup>1</sup> .....	02/14/25	4.250	3,257,735
2,330,000	Gladstone Capital Corp. ....	01/31/26	5.125	2,194,068
2,580,000	Golub Capital BDC, Inc. ....	04/15/24	3.375	2,494,962
1,965,000	Main Street Capital Corp. ....	05/01/24	5.200	1,931,320
2,960,000	MidCap Financial Investment Corp. ....	07/16/26	4.500	2,648,239
3,185,000	Morgan Stanley Direct Lending Fund .....	02/11/27	4.500	2,985,565
2,095,000	OFS Capital Corp. ....	02/10/26	4.750	1,833,969
1,445,000	Owl Rock Capital Corp. II <sup>1</sup> .....	11/26/24	4.625	1,393,276
2,560,000	Owl Rock Technology Finance Corp. <sup>1</sup> .....	06/30/25	6.750	2,462,251
2,535,000	PennantPark Floating Rate Capital, Ltd. ....	04/01/26	4.250	2,305,417
3,025,000	Saratoga Investment Corp. ....	02/28/26	4.375	2,759,236
3,050,000	Silver Point Specialty Credit Fund, L.P. <sup>1,2</sup> .....	11/04/26	4.000	2,632,403
1,775,000	Stellus Capital Investment Corp. ....	03/30/26	4.875	1,628,587
3,165,000	Trinity Capital, Inc. ....	12/15/26	4.250	2,637,923
				<u>45,934,028</u>
<b>MACHINERY-DIVERSIFIED (0.3%)</b>				
2,275,000	CNH Industrial Capital LLC .....	04/10/28	4.550	<u>2,251,335</u>
<b>MEDIA (0.4%)</b>				
2,850,000	CCo. Holdings LLC / CCo. Holdings Capital Corp. <sup>1</sup> ....	03/01/31	7.375	<u>2,792,882</u>
<b>PACKAGING &amp; CONTAINERS (0.2%)</b>				
1,465,000	AptarGroup, Inc. ....	03/15/32	3.600	<u>1,288,879</u>
<b>PHARMACEUTICALS (0.5%)</b>				
730,000	Bausch Health Cos., Inc. <sup>1</sup> .....	06/01/28	4.875	480,887
2,885,000	CVS Health Corp. ....	02/21/30	5.125	2,934,932
				<u>3,415,819</u>

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>CORPORATE BONDS (continued)</b>				
<b>PIPELINES (1.6%)</b>				
\$ 4,045,000	Energy Transfer LP (3-Month USD-LIBOR + 4.028%) <sup>3,5</sup>		8.892%	\$ 3,607,569
1,725,000	EnLink Midstream LLC <sup>1</sup>	09/01/30	6.500	1,742,543
887,000	EnLink Midstream Partners, LP	06/01/25	4.150	857,674
2,430,000	Harvest Midstream I LP <sup>1</sup>	09/01/28	7.500	2,377,634
1,150,000	Northriver Midstream Finance LP <sup>1</sup>	02/15/26	5.625	1,079,781
2,275,000	Western Midstream Operating LP	04/01/33	6.150	2,313,243
				<u>11,978,444</u>
<b>PRIVATE EQUITY (0.2%)</b>				
2,095,000	Apollo Management Holdings LP (5-Year CMT Index + 3.266%) <sup>1,3</sup>	01/14/50	4.950	<u>1,770,997</u>
<b>REAL ESTATE INVESTMENT TRUSTS (6.0%)</b>				
3,340,000	American Tower Trust #1 <sup>1</sup>	03/15/28	5.490	3,410,944
4,140,000	Arbor Realty SR, Inc. <sup>1</sup>	10/15/27	8.500	4,146,926
3,765,000	Blackstone Mortgage Trust, Inc. <sup>1</sup>	01/15/27	3.750	3,146,021
5,075,000	EF Holdco / EF Cayman Hold / Ellington Finance REIT Cayman/TRS / EF Cayman Non-MTM <sup>1</sup>	04/01/27	5.875	4,691,518
1,485,000	Extra Space Storage LP	04/01/28	5.700	1,519,446
2,955,000	Federal Realty OP LP	05/01/28	5.375	2,946,600
2,065,000	HAT Holdings I LLC / HAT Holdings II LLC <sup>1</sup>	06/15/26	3.375	1,832,909
2,300,000	HAT Holdings I LLC / HAT Holdings II LLC <sup>1</sup>	09/15/30	3.750	1,807,822
1,315,000	Realty Income Corp.	03/15/30	4.850	1,308,788
5,635,000	Realty Income Corp.	07/15/33	4.900	5,532,431
2,750,000	Rexford Industrial Realty LP	06/15/28	5.000	2,732,473
2,000,000	SBA Tower Trust <sup>1</sup>	01/15/28	6.599	2,097,572
1,380,000	Scentre Group Trust 1 / Scentre Group Trust 2 <sup>1</sup>	02/12/25	3.500	1,338,394
1,945,000	Scentre Group Trust 1 / Scentre Group Trust 2 <sup>1</sup>	01/28/26	3.625	1,870,748
1,345,000	Scentre Group Trust 2 (5-Year CMT Index + 4.685%) <sup>1,3</sup>	09/24/80	5.125	1,135,159
3,495,000	Simon Property Group LP	03/08/33	5.500	3,557,482
2,065,000	Starwood Property Trust, Inc. <sup>1</sup>	01/15/27	4.375	1,780,505
				<u>44,855,738</u>
<b>RETAIL (0.8%)</b>				
3,450,000	Nordstrom, Inc.	04/01/30	4.375	2,698,107
3,390,000	Target Corp.	09/15/32	4.500	3,414,164
				<u>6,112,271</u>
<b>SEMICONDUCTORS (0.7%)</b>				
2,100,000	ams-OSRAM AG <sup>1</sup>	07/31/25	7.000	1,961,400
3,300,000	Intel Corp.	02/10/53	5.700	3,375,317
				<u>5,336,717</u>
<b>TELECOMMUNICATIONS (0.1%)</b>				
875,000	Connect Finco S.a r.l. / Connect US Finco LLC <sup>1</sup>	10/01/26	6.750	<u>833,922</u>

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>CORPORATE BONDS (continued)</b>				
<b>TRUCKING &amp; LEASING (0.6%)</b>				
\$ 1,925,000	Penske Truck Leasing Co. LP / PTL Finance Corp. <sup>1</sup> . . . .	02/01/28	5.700%	\$ 1,947,717
2,380,000	Penske Truck Leasing Co. LP / PTL Finance Corp. <sup>1</sup> . . . .	05/01/28	5.550	2,395,846
				<u>4,343,563</u>
<b>Total Corporate Bonds</b>				
<b>(Cost \$387,565,878)</b> . . . . .				<b>364,883,292</b>
<b>LOAN PARTICIPATIONS AND</b>				
<b>ASSIGNMENTS (13.6%)</b>				
5,110,000	AA Advantage Loyalty IP, Ltd. (3-Month USD-LIBOR + 4.750%) <sup>3</sup> . . . . .	04/20/28	10.000	5,139,076
3,308,228	AHP Health Partners, Inc. (1-Month USD-LIBOR + 3.500%) <sup>3</sup> . . . . .	08/24/28	8.525	3,300,983
4,525,800	Air Canada (3-Month USD-LIBOR + 3.500%) <sup>3</sup> . . . . .	08/11/28	8.369	4,509,552
2,285,834	AL NGPL Holdings LLC (3-Month USD-LIBOR + 3.750%) <sup>3</sup> . . . . .	04/14/28	8.961	2,262,404
3,011,361	Allen Media LLC (3-Month CME Term SOFR + 5.500%) <sup>3</sup> . . . . .	02/10/27	10.548	2,644,366
2,296,560	Allspring Buyer LLC (3-Month USD-LIBOR + 3.000%) <sup>3</sup> . . . . .	11/01/28	8.188	2,286,984
950,225	Allspring Buyer LLC (3-Month CME Term SOFR + 3.750%) <sup>3</sup> . . . . .	11/01/28	8.648	948,638
297,826	Athenahealth Group, Inc. (3-Month USD-LIBOR + 3.500%) <sup>3</sup> . . . . .	02/15/29	3.500	278,679
2,424,353	Athenahealth Group, Inc. (1-Month CME Term SOFR + 3.500%) <sup>3</sup> . . . . .	02/15/29	8.464	2,268,491
1,180,745	Avolon TLB Borrower 1 (US) LLC Term B3 (1-Month USD-LIBOR + 1.750%) <sup>3</sup> . . . . .	01/15/25	6.703	1,175,987
1,976,000	Axalta Coating Systems Dutch Holding B BV Term B4 (3-Month CME Term SOFR + 3.000%) <sup>3</sup> . . . . .	12/20/29	7.898	1,979,715
2,290,750	Bausch Health Companies, Inc. (1-Month CME Term SOFR + 5.250%) <sup>3</sup> . . . . .	02/01/27	10.240	1,844,054
2,781,800	BCP Renaissance Parent LLC Term B3 (3-Month CME Term SOFR + 3.500%) <sup>3</sup> . . . . .	11/02/26	8.398	2,753,982
1,372,789	Buckeye Partners LP Term B1 (1-Month USD-LIBOR + 2.250%) <sup>3</sup> . . . . .	11/01/26	7.090	1,368,259
3,620,925	Central Parent, Inc. (3-Month CME Term SOFR + 4.250%) <sup>3</sup> . . . . .	07/06/29	9.148	3,615,421
1,916,239	Clarios Global LP (1-Month USD-LIBOR + 3.250%) <sup>3</sup> . . . .	04/30/26	8.275	1,911,046
3,831,010	Connect Finco S.a.r.l. (1-Month USD-LIBOR + 3.500%) <sup>3</sup> . . . . .	12/11/26	8.530	3,807,066
2,500,000	Delos Finance S.a.r.l. (3-Month USD-LIBOR + 1.750%) <sup>3</sup> . . . . .	10/06/23	6.909	2,498,950
2,260,892	Eastern Power LLC (3-Month USD-LIBOR + 3.750%) <sup>3</sup> . .	10/02/25	8.909	2,123,045

*The accompanying notes are an integral part of these financial statements.*

**BBH INCOME FUND****PORTFOLIO OF INVESTMENTS (continued)**

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>LOAN PARTICIPATIONS AND ASSIGNMENTS (continued)</b>				
\$ 2,318,858	Elanco Animal Health, Inc. (1-Month CME Term SOFR + 1.750%) <sup>3</sup> .....	08/01/27	6.653%	\$ 2,250,451
1,905,975	Geon Performance Solutions LLC (Fka. Echo US Holdings LLC) (3-Month USD-LIBOR + 4.500%) <sup>3</sup> ..	08/18/28	9.659	1,887,716
1,649,165	GIP II Blue Holding, LP (3-Month USD-LIBOR + 4.500%) <sup>3</sup> .....	09/29/28	9.659	1,642,684
1,555,612	Global Medical Responce, Inc. (3-Month USD-LIBOR + 4.250%) <sup>3</sup> .....	03/14/25	9.203	950,479
4,867,844	ILPEA Parent, Inc. (1-Month USD-LIBOR + 4.500%) <sup>3</sup> ..	06/22/28	9.530	4,776,572
1,657,220	Iridium Satellite LLC Term B2 (1-Month CME Term SOFR + 2.500%) <sup>3</sup> .....	11/04/26	7.582	1,654,254
2,542,033	Jazz Pharmaceuticals Plc. (1-Month USD-LIBOR + 3.500%) <sup>3</sup> .....	05/05/28	8.525	2,538,169
2,262,900	LendingTree, Inc. Term B (1-Month USD-LIBOR + 3.750%) <sup>3</sup> .....	09/15/28	8.780	1,917,808
2,788,875	Lumen Technologies, Inc. Term A (1-Month CME Term SOFR + 2.000%) <sup>3</sup> .....	01/31/25	7.097	2,584,367
3,019,500	Medline Borrower, LP (1-Month USD-LIBOR + 3.250%) <sup>3</sup> .....	10/23/28	8.275	2,928,492
3,039,300	MIP V Waste LLC (1-Month USD-LIBOR + 3.250%) <sup>3</sup> ..	12/08/28	8.275	2,978,514
3,028,875	MPH Acquisition Holdings LLC (3-Month USD-LIBOR + 4.250%) <sup>3</sup> .....	09/01/28	9.203	2,590,324
2,659,988	NorthRiver Midstream Finance LP Term B (3-Month USD-LIBOR + 3.250%) <sup>3</sup> .....	10/01/25	8.427	2,648,763
5,546,213	OCM System One Buyer CTB LLC (3-Month CME Term SOFR + 4.000%) <sup>3</sup> .....	03/02/28	9.114	5,459,581
2,360,288	Organon & Co. (3-Month USD-LIBOR + 3.000%) <sup>3</sup> .....	06/02/28	8.000	2,355,378
3,072,300	Propulsion (BC) Newco LLC (3-Month CME Term SOFR + 4.000%) <sup>3</sup> .....	09/14/29	8.898	3,021,423
1,899,000	SkyMiles IP, Ltd. (3-Month CME Term SOFR + 3.750%) <sup>3</sup> .....	10/20/27	8.798	1,965,997
1,805,475	Starwood Property Mortgage LLC (1-Month CME Term SOFR + 3.250%) <sup>3</sup> .....	11/18/27	8.232	1,742,283
3,714,200	United AirLines, Inc. Term B (1-Month USD-LIBOR + 3.750%) <sup>3</sup> .....	04/21/28	8.770	3,696,780
1,125,806	Verscend Holding Corp. Team B1 (1-Month USD-LIBOR + 4.000%) <sup>3</sup> .....	08/27/25	9.025	1,123,701
1,788,948	Vistra Operations Company LLC (fka Tex Operations Co. LLC) (1-Month USD-LIBOR + 1.750%) <sup>3</sup> .....	12/31/25	6.759	1,780,200
2,145,000	Wyndham Hotels & Resorts, Inc. Term B (1-Month USD-LIBOR + 1.750%) <sup>3</sup> .....	05/30/25	6.775	2,141,547
<b>Total Loan Participations and Assignments (Cost \$104,373,762)</b> .....				<b>101,352,181</b>

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>MUNICIPAL BONDS (0.8%)</b>				
\$ 1,645,000	Indiana Finance Authority, Revenue Bonds	03/01/51	3.313%	\$ 1,139,750
5,605,000	Port Authority of New York & New Jersey, Revenue Bonds	10/01/33	2.000	4,633,074
<b>Total Municipal Bonds</b>				
<b>(Cost \$7,329,244)</b>				<b>5,772,824</b>
<b>PREFERRED STOCK (2.5%)</b>				
99,600	Crescent Capital BDC, Inc.	05/25/26	5.000	2,330,640
178,600	Eagle Point Credit Co., Inc.	01/31/29	5.375	3,875,620
66,200	Ellington Financial, Inc. (5-Year CMT Index + 5.130%) <sup>3,5</sup>		8.625	1,453,090
132,600	Gladstone Investment Corp.	11/01/28	4.875	3,151,902
93,600	Horizon Technology Finance Corp.	03/30/26	4.875	2,274,480
130,800	Oxford Lane Capital Corp.	01/31/27	5.000	2,953,464
114,000	Trinity Capital, Inc.	01/16/25	7.000	2,889,900
<b>Total Preferred Stock</b>				
<b>(Cost \$20,425,836)</b>				<b>18,929,096</b>
<b>RESIDENTIAL MORTGAGE BACKED SECURITIES (0.1%)</b>				
451,332	Cascade Funding Mortgage Trust 2018-RM2 <sup>1,3,4</sup>	10/25/68	4.000	436,951
520,967	Cascade Funding Mortgage Trust 2019-RM3 <sup>1,3,4</sup>	06/25/69	2.800	503,058
348,365	RMF Proprietary Issuance Trust 2019-1 <sup>1,3,4</sup>	10/25/63	2.750	286,416
<b>Total Residential Mortgage Backed Securities</b>				
<b>(Cost \$1,316,509)</b>				<b>1,226,425</b>
<b>U.S. GOVERNMENT AGENCY OBLIGATIONS (0.7%)</b>				
5,000,000	Federal Home Loan Bank Discount Notes <sup>6</sup>	05/01/23	0.000	5,000,000
<b>Total U.S. Government Agency Obligations</b>				
<b>(Cost \$5,000,000)</b>				<b>5,000,000</b>
<b>U.S. TREASURY BILLS (0.2%)</b>				
1,800,000	U.S. Treasury Bill <sup>6</sup>	05/09/23	0.000	1,798,269
<b>Total U.S. Treasury Bills</b>				
<b>(Cost \$1,798,269)</b>				<b>1,798,269</b>
<b>U.S. TREASURY BONDS AND NOTES (9.0%)</b>				
3,900,000	U.S. Treasury Bond <sup>7</sup>	08/15/41	1.750	2,836,793
35,075,000	U.S. Treasury Bond	11/15/42	4.000	36,127,250
25,725,000	U.S. Treasury Note	02/15/53	3.625	25,507,945
1,200,000	U.S. Treasury Note <sup>7</sup>	10/31/23	1.625	1,180,734
300,000	U.S. Treasury Note <sup>7</sup>	08/15/26	1.500	279,809

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

Principal Amount		Maturity Date	Interest Rate	Value
<b>U.S. TREASURY BONDS AND NOTES (continued)</b>				
\$ 500,000	U.S. Treasury Note <sup>7</sup>	08/31/28	1.125%	\$ 441,817
150,000	U.S. Treasury Note <sup>7</sup>	12/31/28	1.375	133,682
400,000	U.S. Treasury Note <sup>7</sup>	05/15/30	0.625	329,954
<b>Total U.S. Treasury Bonds and Notes</b>				
<b>(Cost \$64,344,761)</b>				<b>66,837,984</b>
<b>TOTAL INVESTMENTS (Cost \$780,517,913)<sup>8</sup></b>			<b>100.0%</b>	<b>\$ 745,269,304</b>
<b>LIABILITIES IN EXCESS OF CASH AND OTHER ASSETS</b>			<b>(0.0)%</b>	<b>(223,519)</b>
<b>NET ASSETS</b>			<b>100.0%</b>	<b>\$ 745,045,785</b>

<sup>1</sup> Security exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These securities may be resold in transactions exempt from registration, normally to qualified institutional buyers. Total market value of Rule 144A securities owned at April 30, 2023 was \$ 328,461,693 or 44.1% of net assets.

<sup>2</sup> Security that used significant unobservable inputs to determine fair value.

<sup>3</sup> Variable rate instrument. Interest rates change on specific dates (such as coupon or interest payment date). The yield shown represents the April 30, 2023 coupon or interest rate.

<sup>4</sup> This variable rate security is based on a predetermined schedule and the rate at period end also represents the reference rate at period end.

<sup>5</sup> Security is perpetual in nature and has no stated maturity date.

<sup>6</sup> Security issued with zero coupon. Income is recognized through accretion of discount.

<sup>7</sup> All or a portion of this security is held at the broker as collateral for open futures contracts.

<sup>8</sup> The aggregate cost of investments and derivatives for federal income tax purposes is \$780,517,913, the aggregate gross unrealized appreciation is \$13,754,716 and the aggregate gross unrealized depreciation is \$43,112,272, resulting in net unrealized depreciation of \$29,357,556.

#### Abbreviations:

CME – Chicago Mercantile Exchange.

CMT – Constant Maturity Treasury.

LIBOR – London Interbank Offered Rate.

SOFR – Secured Overnight Financing Rate.

*The accompanying notes are an integral part of these financial statements.*

**BBH INCOME FUND**

**PORTFOLIO OF INVESTMENTS (continued)**

April 30, 2023 (unaudited)

**FINANCIAL FUTURES CONTRACTS**

The following futures contracts were open at April 30, 2023:

Description	Number of Contracts	Expiration Date	Notional Amount	Market Value	Unrealized Appreciation/ (Depreciation)
<b>Contracts to Buy:</b>					
U.S. Long Bond .....	115	June 2023	\$14,587,716	\$15,140,469	\$ 552,753
U.S. Treasury 2-Year Notes .....	80	June 2023	16,335,328	16,493,125	157,797
U.S. Treasury 10-Year Notes .....	453	June 2023	50,612,133	52,187,016	1,574,883
U.S. Ultra 10-Year Notes .....	810	June 2023	94,829,161	98,377,031	3,547,870
U.S. Ultra Bond .....	158	June 2023	21,534,437	22,342,187	807,750
					<u>\$6,641,053</u>
<b>Contracts to Sell:</b>					
U.S. Treasury 5-Year Notes .....	300	June 2023	\$32,172,656	32,922,656	\$ (750,000)
Net Unrealized Gain on Open Futures Contracts .....					<u>\$5,891,053</u>

**FAIR VALUE MEASUREMENTS**

The Fund is required to disclose information regarding the fair value measurements of the Fund’s assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The disclosure requirement established a three-tier hierarchy to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including, for example, the risk inherent in a particular valuation technique used to measure fair value, including the model and/or the risk inherent in the inputs to the valuation technique. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the Fund’s own considerations about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

Authoritative guidance establishes three levels of the fair value hierarchy as follows:

- Level 1 – unadjusted quoted prices in active markets for identical assets and liabilities.
- Level 2 – significant other observable inputs (including quoted prices for similar assets and liabilities, interest rates, prepayment speeds, credit risk, etc.).
- Level 3 – significant unobservable inputs (including the Fund’s own assumptions in determining the fair value of assets and liabilities).

*The accompanying notes are an integral part of these financial statements.*

## **BBH INCOME FUND**

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### **PORTFOLIO OF INVESTMENTS (continued)**

**April 30, 2023 (unaudited)**

Inputs are used in applying the various valuation techniques and broadly refer to the assumptions that market participants use to make valuation decisions, including assumptions about risk. Inputs may include price information, specific and broad credit data, liquidity statistics, and other factors. A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. However, the determination of what constitutes "observable" requires judgment by the investment adviser. The investment adviser considers observable data to be that market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market. The categorization of a financial instrument within the hierarchy is based upon the pricing transparency of the instrument and does not necessarily correspond to the investment adviser's perceived risk of that instrument.

Financial assets within Level 1 are based on quoted market prices in active markets. The Fund does not adjust the quoted price for these instruments.

Financial instruments that trade in markets that are not considered to be active but are valued based on quoted market prices, dealer quotations or alternative pricing sources supported by observable inputs are classified within Level 2. These include investment-grade corporate bonds, U.S. Treasury notes and bonds, and certain non-U.S. sovereign obligations and over-the-counter derivatives. As Level 2 financial assets include positions that are not traded in active markets and/or are subject to transfer restrictions, valuations may be adjusted to reflect illiquidity and/or non-transferability, which are generally based on available market information.

Financial assets classified within Level 3 have significant unobservable inputs, as they trade infrequently. Level 3 financial assets include private equity and certain corporate debt securities.

Because of the inherent uncertainties of valuation, the values reflected in the financial statements may materially differ from the value received upon the actual sale of those investments.

*The accompanying notes are an integral part of these financial statements.*



## BBH INCOME FUND

### PORTFOLIO OF INVESTMENTS (continued)

April 30, 2023 (unaudited)

The following table summarizes the valuation of the Fund's investments by the above fair value hierarchy levels as of April 30, 2023.

Investments, at value	Unadjusted Quoted Prices in Active Markets for Identical Investments (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Balance as of April 30, 2023
Asset Backed Securities . . . . .	\$ —	\$ 128,556,320	\$ 6,446,862	\$ 135,003,182
Commercial Mortgage Backed Securities . . .	—	40,495,170	3,970,881	44,466,051
Corporate Bonds . . . . .	—	356,376,934	8,506,358	364,883,292
Loan Participations and Assignments . . . . .	—	101,352,181	—	101,352,181
Municipal Bonds . . . . .	—	5,772,824	—	5,772,824
Preferred Stock . . . . .	18,929,096	—	—	18,929,096
Residential Mortgage Backed Securities . . . .	—	1,226,425	—	1,226,425
U.S. Government Agency Obligations . . . . .	—	5,000,000	—	5,000,000
U.S. Treasury Bills . . . . .	—	1,798,269	—	1,798,269
U.S. Treasury Bonds and Notes . . . . .	—	66,837,984	—	66,837,984
<b>Total Investment, at value . . . . .</b>	<b>\$ 18,929,096</b>	<b>\$ 707,416,107</b>	<b>\$ 18,924,101</b>	<b>\$ 745,269,304</b>
Other Financial Instruments, at value				
Financial Futures Contracts . . . . .	\$ 5,891,053	\$ —	\$ —	\$ 5,891,053
<b>Other Financial Instruments, at value . . . . .</b>	<b>\$ 5,891,053</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 5,891,053</b>

*The accompanying notes are an integral part of these financial statements.*

**BBH INCOME FUND**

**PORTFOLIO OF INVESTMENTS (continued)**

April 30, 2023 (unaudited)

The following is a reconciliation of assets for which significant unobservable inputs (Level 3) were used in determining fair value during the period ended April 30, 2023:

	Asset Backed Securities	Commercial Mortgage Backed Securities	Corporate Bonds	Total
Balance as of October 31, 2022	\$ 6,860,896	\$ 6,703,260	\$ 11,623,862	\$ 25,188,018
Purchases	—	—	395,513	395,513
Sales/Paydowns	(658,896)	(2,557,389)	—	(3,216,285)
Realized gains/(losses)	—	—	—	—
Change in unrealized appreciation/(depreciation)	244,862	(175,449)	341,900	411,313
Amortization	—	459	15,034	15,493
Transfers from Level 3	—	—	(3,869,951)	(3,869,951)
Transfers to Level 3	—	—	—	—
Balance as of April 30, 2023	<u>\$ 6,446,862</u>	<u>\$ 3,970,881</u>	<u>\$ 8,506,358</u>	<u>\$ 18,924,101</u>

The Fund's investments classified as Level 3 were either single broker quoted or valued using a model approach, including the Fund's assumptions in determining their fair value.

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### STATEMENT OF ASSETS AND LIABILITIES

April 30, 2023 (unaudited)

#### ASSETS:

Investments in securities, at value (Cost \$780,517,913) . . . . .	\$ 745,269,304
Cash . . . . .	430,080
Foreign currency at value (Cost \$226) . . . . .	255
Receivables for:	
Interest . . . . .	5,956,161
Futures variation margin on open contracts . . . . .	1,193,426
Shares sold . . . . .	111,091
Dividends . . . . .	73,709
Investments sold . . . . .	66,883
Prepaid expenses . . . . .	2,192
<b>Total Assets</b> . . . . .	<b>753,103,101</b>

#### LIABILITIES:

Payables for:	
Investments purchased . . . . .	5,799,533
Shares redeemed . . . . .	1,572,530
Dividends declared . . . . .	335,710
Investment advisory and administrative fees . . . . .	226,531
Professional fees . . . . .	47,145
Custody and fund accounting fees . . . . .	42,271
Transfer agent fees . . . . .	5,723
Board of Trustees' fees . . . . .	442
Accrued expenses and other liabilities . . . . .	27,431
<b>Total Liabilities</b> . . . . .	<b>8,057,316</b>

**NET ASSETS** . . . . . **\$ 745,045,785**

Net Assets Consist of:

Paid-in capital . . . . .	\$ 824,921,230
Accumulated deficit . . . . .	(79,875,445)

**Net Assets** . . . . . **\$ 745,045,785**

#### NET ASSET VALUE AND OFFERING PRICE PER SHARE

##### CLASS I SHARES

(\$745,045,785 ÷ 83,524,059 shares outstanding) . . . . . **\$ 8.92**

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### STATEMENT OF OPERATIONS

For the six months ended April 30, 2023 (unaudited)

#### NET INVESTMENT INCOME:

##### Income:

Dividends . . . . .	\$ 534,895
Interest income (net of foreign withholding taxes of \$3,780) . . . . .	17,479,740
Interest income from affiliates . . . . .	12,021
Other income . . . . .	28,214
<b>Total Income</b> . . . . .	<b>18,054,870</b>

##### Expenses:

Investment advisory and administrative fees . . . . .	1,277,245
Custody and fund accounting fees . . . . .	61,264
Professional fees . . . . .	46,587
Board of Trustees' fees . . . . .	35,811
Transfer agent fees . . . . .	17,941
Miscellaneous expenses . . . . .	35,818
<b>Total Expenses</b> . . . . .	<b>1,474,666</b>

<b>Net Investment Income</b> . . . . .	<b>16,580,204</b>
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#### NET REALIZED AND UNREALIZED GAIN:

Net realized loss on investments in securities . . . . .	(2,651,320)
Net realized loss on futures contracts . . . . .	(12,690,574)
Net realized loss on investments in securities and futures contracts . . . . .	(15,341,894)
Net change in unrealized appreciation/(depreciation) on investments in securities . . . . .	23,035,465
Net change in unrealized appreciation/(depreciation) on futures contracts . . . . .	22,259,725
Net change in unrealized appreciation/(depreciation) on foreign currency translations . . . . .	27
Net change in unrealized appreciation/(depreciation) on investments in securities, futures contracts and foreign currency translations . . . . .	45,295,217

<b>Net Realized and Unrealized Gain</b> . . . . .	<b>29,953,323</b>
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<b>Net Increase in Net Assets Resulting from Operations</b> . . . . .	<b>\$ 46,533,527</b>
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*The accompanying notes are an integral part of these financial statements.*

**BBH INCOME FUND****STATEMENTS OF CHANGES IN NET ASSETS**

	For the six months ended April 30, 2023 (unaudited)	For the year ended October 31, 2022
<b>INCREASE/(DECREASE) IN NET ASSETS FROM:</b>		
Operations:		
Net investment income . . . . .	\$ 16,580,204	\$ 21,964,633
Net realized loss on investments in securities and futures contracts . .	(15,341,894)	(36,598,001)
Net change in unrealized appreciation/(depreciation) on investments in securities, futures contracts and foreign currency translations . .	45,295,217	(86,805,617)
Net increase/(decrease) in net assets resulting from operations . .	<u>46,533,527</u>	<u>(101,438,985)</u>
Dividends and distributions declared:		
Class I . . . . .	<u>(16,547,690)</u>	<u>(21,910,553)</u>
Share transactions:		
Proceeds from sales of shares . . . . .	205,566,090	141,932,385
Net asset value of shares issued to shareholders for reinvestment of dividends and distributions . . . . .	2,159,572	2,974,846
Proceeds from short-term redemption fees . . . . .	5,692	1,609
Cost of shares redeemed . . . . .	<u>(39,939,022)</u>	<u>(86,537,595)</u>
Net increase in net assets resulting from share transactions . . . .	<u>167,792,332</u>	<u>58,371,245</u>
Total increase/(decrease) in net assets . . . . .	<u>197,778,169</u>	<u>(64,978,293)</u>
<b>NET ASSETS:</b>		
Beginning of period/year . . . . .	547,267,616	612,245,909
<b>End of period/year . . . . .</b>	<b><u>\$745,045,785</u></b>	<b><u>\$ 547,267,616</u></b>

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

### FINANCIAL HIGHLIGHTS

Selected per share data and ratios for a Class I share outstanding throughout each period/year.

	For the six months ended April 30, 2023 (unaudited)	For the years ended October 31,				For the period from June 27, 2018 (commencement of operations) to October 31, 2018
		2022	2021	2020	2019	
Net asset value, beginning of period/year	\$ 8.49	\$ 10.49	\$ 10.77	\$ 10.61	\$ 9.83	\$ 10.00
Income from investment operations:						
Net investment income <sup>1</sup>	0.23	0.36	0.34	0.34	0.36	0.10
Net realized and unrealized gain (loss)	0.43	(2.00)	0.15	0.46	0.78	(0.17)
Total income (loss) from investment operations	0.66	(1.64)	0.49	0.80	1.14	(0.07)
Dividends and distributions to shareholders:						
From net investment income	(0.23)	(0.36)	(0.33)	(0.34)	(0.36)	(0.10)
From net realized gains	—	—	(0.44)	(0.30)	—	—
Total dividends and distributions to shareholders	(0.23)	(0.36)	(0.77)	(0.64)	(0.36)	(0.10)
Short-term redemptions fees <sup>1</sup>	0.00 <sup>2</sup>	0.00 <sup>2</sup>	0.00 <sup>2</sup>	0.00 <sup>2</sup>	0.00 <sup>2</sup>	—
Net asset value, end of period/year	\$ 8.92	\$ 8.49	\$ 10.49	\$ 10.77	\$ 10.61	\$ 9.83
Total return <sup>3</sup>	7.78% <sup>4</sup>	(15.93)%	4.64%	7.87%	11.76%	(0.75)% <sup>4</sup>
Ratios/Supplemental data:						
Net assets, end of period/year (in millions)	\$ 745	\$ 547	\$ 612	\$ 468	\$ 406	\$ 147
Ratio of expenses to average net assets before reductions	0.46% <sup>5</sup>	0.47%	0.47%	0.48%	0.52%	0.67% <sup>6</sup>
Fee waiver <sup>7</sup>	—% <sup>5</sup>	—%	—%	—%	(0.02)%	(0.17)% <sup>6</sup>
Ratio of expenses to average net assets after reductions	0.46% <sup>5</sup>	0.47%	0.47%	0.48%	0.50%	0.50% <sup>6</sup>
Ratio of net investment income to average net assets	5.19% <sup>5</sup>	3.77%	3.19%	3.24%	3.49%	3.12% <sup>6</sup>
Portfolio turnover rate	34% <sup>4</sup>	56%	69%	116%	77%	94% <sup>4</sup>

<sup>1</sup> Calculated using average shares outstanding for the period/year.

<sup>2</sup> Less than \$0.01.

<sup>3</sup> Assumes the reinvestment of distributions.

<sup>4</sup> Not annualized.

<sup>5</sup> Annualized.

<sup>6</sup> Annualized with the exception of audit fees, legal fees and registration fees.

<sup>7</sup> The ratio of expenses to average net assets for the six months ended April 30, 2023, the years ended October 31, 2022, 2021, 2020, 2019, and the period from June 27, 2018 to October 31, 2018 reflect fees reduced as result of a contractual operating expense limitation of the Fund to 0.50%. The agreement is effective through March 1, 2024 and may only be terminated during its term with approval of the Fund's Board of Trustees. For the six months ended April 30, 2023, the years ended October 31, 2022, 2021, 2020, 2019 and the period from June 27, 2018 to October 31, 2018, the waived fees were \$-, \$-, \$-, \$-, \$55,757 and \$94,185, respectively.

*The accompanying notes are an integral part of these financial statements.*

## BBH INCOME FUND

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### NOTES TO FINANCIAL STATEMENTS

April 30, 2023 (unaudited)

**1. Organization.** The Fund is a separate, diversified series of BBH Trust (the "Trust"), which is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company. The Trust was originally organized under the laws of the State of Maryland on July 16, 1990 as BBH Fund, Inc. and re-organized as a Delaware statutory trust on June 12, 2007. The Fund commenced operations on June 27, 2018 and offers two share classes, Class N and Class I. As of April 30, 2023, Class N shares are not available for purchase by investors but may be offered in the future. The investment objective of the Fund is to provide maximum total return, with an emphasis on current income, consistent with preservation of capital and prudent investment management. Neither Class N shares nor Class I shares automatically convert to any other share class of the Fund. As of April 30, 2023, there were eight series of the Trust.

**2. Significant Accounting Policies.** The Fund's financial statements are prepared in accordance with Generally Accepted Accounting Principles in the United States of America ("GAAP"). The Fund is an investment company and accordingly follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board ("FASB") Accounting Standard Codification Topic 946 Financial Services – Investment Companies. The following summarizes significant accounting policies of the Fund:

**A. Valuation of Investments.** Bonds and other fixed income securities, including restricted securities (other than short-term obligations but including listed issues) are valued at their most recent bid prices (sales price if the principal market is an exchange) in the principal market in which such securities are normally traded, on the basis of valuations furnished by a pricing service, use of which has been approved by the Board of Trustees (the "Board"). In making such valuations, the pricing service utilizes both dealer supplied valuations and electronic data processing techniques, which take into account appropriate factors such as institutional-size trading in similar groups of securities, yield, quality, coupon rate, maturity, type of issue, trading characteristics and other market data, without exclusive reliance upon quoted prices, or exchange or over-the-counter prices, since such valuations are believed to reflect more accurately the fair value of such securities. Futures contracts held by the Fund are valued daily at the official settlement price of the exchange on which it is traded.

Securities or other assets for which market quotations are not readily available are valued at fair value in accordance with procedures established by and under the general supervision and responsibility of the Board. Short-term investments, which mature in 60 days or less are valued at amortized cost if their original maturity was 60 days or less, or by amortizing their value on the 61<sup>st</sup> day prior to maturity, if their original maturity when acquired by the Fund was more than 60 days, unless the use of amortized cost is determined not to represent "fair value" by the Board.

## BBH INCOME FUND

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### NOTES TO FINANCIAL STATEMENTS (continued)

April 30, 2023 (unaudited)

**B. Accounting for Investments and Income.** Investment transactions are accounted for on the trade date. Realized gains and losses on investment transactions are determined based on the identified cost method. Interest income is accrued daily and consists of interest accrued, discount earned (including, if any, both original issue and market discount) and premium amortization on the investments of the Fund. Investment income is recorded net of any foreign taxes withheld where recovery of such tax is uncertain. Debt obligations may be placed on non-accrual status and related interest income may be reduced by ceasing current accruals and writing off interest receivable when the collection of all or a portion of the interest has become doubtful based on consistently applied procedures. A debt obligation is removed from non-accrual status when the issuer resumes interest payments or when collectability of interest is reasonably assured.

**C. Fund Expenses.** Most expenses of the Trust can be directly attributed to a specific fund. Expenses which cannot be directly attributed to a fund are generally apportioned among each fund in the Trust on a net assets basis or other suitable method. Expense estimates are accrued in the period to which they relate and adjustments are made when actual amounts are known.

**D. Financial Futures Contracts.** The Fund may enter into open futures contracts in order to economically hedge against anticipated future changes in interest rates which otherwise might either adversely affect the value of securities held for the Fund or adversely affect the prices of securities that are intended to be purchased at a later date for the Fund. The contractual amount of the futures contracts represents the investment the Fund has in a particular contract and does not necessarily represent the amounts potentially subject to risk of loss. Trading in futures contracts involves, to varying degrees, risk of loss in excess of any futures variation margin reflected in the Statement of Assets and Liabilities. The measurement of risk associated with futures contracts is meaningful only when all related and offsetting transactions are considered. Gains and losses are realized upon the expiration or closing of the futures contracts.

Risks related to the use of futures contracts include possible illiquidity of the futures markets, contract prices that can be highly volatile and imperfectly correlated to movements in economically hedged security values and/or interest rates, and potential losses in excess of the Fund's initial investment.

Open future contracts held at April 30, 2023, are listed in the Portfolio of Investments.

For the six months ended April 30, 2023, the average monthly notional amount of open futures contracts was \$247,415,846. The range of monthly notional amounts was \$230,071,431 to \$266,041,236.



**BBH INCOME FUND**

**NOTES TO FINANCIAL STATEMENTS (continued)**

April 30, 2023 (unaudited)

**Fair Values of Derivative Instruments as of April 30, 2023**

Derivatives not accounted for as economically hedging instruments under authoritative guidance for derivatives instruments and hedging activities:

Risk	Asset Derivatives		Liability Derivatives	
	Statement of Assets and Liabilities		Statement of Assets and Liabilities	
	Location	Fair Value	Location	Fair Value
Interest Rate Risk	Net unrealized appreciation/ (depreciation) on futures contracts	\$6,641,053*	Net unrealized appreciation/ (depreciation) on futures contracts	\$(750,000)*
Total		<u>\$6,641,053</u>		<u>\$(750,000)</u>

\* Includes cumulative appreciation/(depreciation) of futures contracts as reported in the Statement of Assets and Liabilities and Notes to Financial Statements. Only the current day's variation margin is reported within the Statement of Assets and Liabilities.

**Effect of Derivative Instruments on the Statement of Operations**

	Interest Rate Risk
Net Realized Loss on Derivatives	
Futures Contracts	<u>\$ (12,690,574)</u>
Net Change in Unrealized Appreciation/(Depreciation) on Derivatives	
Futures Contracts	<u>\$ 22,259,725</u>

**E. Private Placement Securities.** The Fund may purchase securities that are not registered under the Securities Act of 1933, as amended ("1933 Act") but that can be sold to "qualified institutional buyers" in accordance with the requirements stated in Rule 144A or the requirements stated in Regulation S and Regulation D of the 1933 Act ("Private Placement Securities"). A Private Placement Security may be considered illiquid, under the U.S. Securities and Exchange Commission ("SEC") Regulations for open-end investment companies, and therefore subject to the 15% limitation on the purchase of illiquid securities, unless it is determined on an ongoing basis that an adequate trading market exists for the security, which is the case for the Fund. Guidelines have been adopted and the daily function of determining and monitoring liquidity of Private Placement Securities has been delegated to the investment adviser. All relevant factors will be considered in determining the liquidity of Private Placement Securities and all investments in Private Placement Securities will be carefully monitored. Information regarding Private Placement Securities is included at the end of the Portfolio of Investments.

## BBH INCOME FUND

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### NOTES TO FINANCIAL STATEMENTS (continued)

April 30, 2023 (unaudited)

**F. Loan Participations and Assignments.** The Fund may invest in loan participations and assignments, which include institutionally traded floating and fixed-rate debt securities generally acquired as an assignment from another holder of, or participation interest in, loans originated by a bank or financial institution (the “Lender”) that acts as agent for all holders. Some loan participations and assignments may be purchased on a “when-issued” basis. The agent administers the terms of the loan, as specified in the loan agreement. When investing in a loan assignment, the Fund acquires the loan in whole or in part and becomes a lender under the loan agreement. The Fund generally has the right to enforce compliance with the terms of the loan agreement with the borrower.

Assignments and participations involve credit, interest rate, and liquidity risk. Interest rates on floating rate securities adjust with interest rate changes and/or issuer credit quality, and unexpected changes in such rates could result in losses to the Fund. The interest rates paid on a floating rate security in which the Fund invests generally are readjusted periodically to an increment over a designated benchmark rate, such as the one-month, three-month, six-month, or one-year London Interbank Offered Rate (“LIBOR”). LIBOR is a short-term interest rate that banks charge one another and is generally representative of the most competitive and current cash rates.

The Fund may have difficulty trading assignments and participations to third parties. There may be restrictions on transfer and only limited opportunities may exist to sell such securities in secondary markets. As a result, the Fund may be unable to sell assignments or participations at the desired time or may be able to sell only at a price less than fair market value. The Fund utilizes an independent third party to value individual loan participations and assignments on a daily basis.

**G. Federal Income Taxes.** It is the Trust’s policy to comply with the requirements of the Internal Revenue Code (the “Code”) applicable to regulated investment companies and to distribute substantially all of its taxable income to its shareholders. Accordingly, no federal income tax provision is required. The Fund files a tax return annually using tax accounting methods required under provisions of the Code, which may differ from GAAP, which is the basis on which these financial statements are prepared. Accordingly, the amount of net investment income and net realized gain reported in these financial statements may differ from that reported on the Fund’s tax return, due to certain book-to-tax timing differences such as losses deferred due to “wash sale” transactions and utilization of capital loss carryforwards. These differences may result in temporary over-distributions for financial statement purposes and are classified as distributions in excess of accumulated net realized gains or net investment income. These distributions do not constitute a return of capital. Permanent differences are reclassified between paid-in capital and retained earnings/(accumulated deficit) within the Statement of Assets and Liabilities based upon their tax classification. As such, the character of distributions to shareholders reported in the Financial Highlights table may differ from that reported to shareholders on Form 1099-DIV.

The Fund is subject to the provisions of Accounting Standards Codification 740 Income Taxes (“ASC 740”). ASC 740 sets forth a minimum threshold for financial statement recognition of the benefit of a tax position taken or expected to be taken in a tax return. The Fund did not have any

## BBH INCOME FUND

### NOTES TO FINANCIAL STATEMENTS (continued)

April 30, 2023 (unaudited)

unrecognized tax benefits as of October 31, 2022, nor were there any increases or decreases in unrecognized tax benefits for the period then ended. The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as an income tax expense in the Statement of Operations. During the six months ended April 30, 2023, the Fund did not incur any such interest or penalties. The Fund is subject to examination by U.S. federal and state tax authorities for returns filed for the prior three fiscal years. The Fund is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

**H. Dividends and Distributions to Shareholders.** Dividends and distributions from net investment income to shareholders are declared daily and paid monthly to shareholders. Distributions from net capital gains, if any, are generally declared and paid annually and are recorded on the ex-dividend date. The Fund declared dividends in the amount of \$16,547,690 to Class I shareholders during the six months ended April 30, 2023. In addition, the Fund designated a portion of the payment made to redeeming shareholders as a distribution for income tax purposes.

The tax character of distributions paid during the years ended October 31, 2022 and 2021, respectively, were as follows:

	Distributions paid from:				
	Ordinary income	Net long-term capital gain	Total taxable distributions	Tax return of capital	Total distributions paid
2022:	\$ 21,910,553	\$ —	\$ 21,910,553	\$ —	\$ 21,910,553
2021:	30,192,596	6,525,975	36,718,571	—	36,718,571

As of October 31, 2022 and 2021, respectively, the components of retained earnings/(accumulated deficit) were as follows:

	Components of retained earnings/(accumulated deficit):					
	Undistributed ordinary income	Undistributed long-term capital gain	Accumulated capital and other losses	Other book/tax temporary differences	Unrealized appreciation/(depreciation)	Total retained earnings/(accumulated deficit)
2022:	\$ 28,575	\$ —	\$ (48,543,872)	\$ 13,306,759	\$ (74,652,744)	\$ (109,861,282)
2021:	114,713	—	(257,363)	1,478,034	12,152,873	13,488,257

The Fund had \$48,543,872 of post-December 22, 2010 net capital loss carryforwards as of October 31, 2022, of which \$24,444,322 and \$24,099,550, is attributable to short-term and long-term capital losses, respectively.

## BBH INCOME FUND

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### NOTES TO FINANCIAL STATEMENTS (continued)

April 30, 2023 (unaudited)

The Fund is permitted to carry forward capital losses for an unlimited period and they will retain their character as either short-term or long-term capital losses rather than being considered all short-term capital losses.

Total distributions paid may differ from amounts reported in the Statements of Changes in Net Assets because, for tax purposes, dividends are recognized when actually paid.

The differences between book-basis and tax-basis unrealized appreciation/(depreciation) is attributable primarily to the tax deferral of losses on wash sales and paydowns on fixed income securities.

To the extent future capital gains are offset by capital loss carryforwards, if any, such gains will not be distributed.

- I. Use of Estimates.** The preparation of the financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities in the financial statements, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increase and decrease in net assets from operations during the reporting period. Actual results could differ from these estimates.

### 3. Fees and Other Transactions with Affiliates.

**A. Investment Advisory and Administrative Fees.** Effective June 27, 2018 (commencement of operations), under a combined Investment Advisory and Administrative Services Agreement ("Agreement") with the Trust, Brown Brothers Harriman & Co. ("BBH") through a separately identifiable department ("SID" or "Investment Adviser") provides investment advisory, portfolio management and administrative services to the Fund. The Fund pays a combined fee for investment advisory and administrative services calculated daily and paid monthly at an annual rate equivalent to 0.40% per annum. For the six months ended April 30, 2023, the Fund incurred \$1,277,245 for services under the Agreement.

**B. Investment Advisory and Administrative Fee Waivers.** Effective June 27, 2018 (commencement of operations), the Investment Adviser has contractually agreed to waive fees and/or reimburse expenses in order to limit the total annual fund operating expenses (excluding interests, taxes, brokerage commissions, other expenditures that are capitalized in accordance with generally accepted accounting principles, and other extraordinary expenses not incurred in the ordinary course of the Fund's business) for Class I shares to 0.50%. The agreement will terminate on March 1, 2024, unless it is renewed by all parties to the agreement. The agreement may only be terminated during its term with approval of the Fund's Board of Trustees. For the six months ended April 30, 2023, the Investment Adviser waived fees in the amount of \$0 for Class I.

**BBH INCOME FUND**

**NOTESTO FINANCIAL STATEMENTS (continued)**

April 30, 2023 (unaudited)

- C. Custody and Fund Accounting Fees.** BBH acts as a custodian and fund accountant and receives custody and fund accounting fees from the Fund calculated daily and incurred monthly. BBH holds all of the Fund's cash and investments and calculates the Fund's daily net asset value. The custody fee is an asset and transaction-based fee. The fund accounting fee is an asset-based fee calculated at 0.004% per annum of the Fund's net asset value. For the six months ended April 30, 2023, the Fund incurred \$61,264 in custody and fund accounting fees. The Fund receives interest income on cash balances held by the custodian at the BBH Base Rate. The BBH Base Rate is defined as BBH's effective trading rate in local money markets on each day. The total interest earned by the Fund for the six months ended April 30, 2023 was \$12,021. This amount is included in "Interest income from affiliates" in the Statement of Operations. In the event that the Fund is overdrawn, under the custody agreement with BBH, BBH will make overnight loans to the Fund to cover overdrafts. Pursuant to their agreement, the Fund will pay the BBH Overdraft Base Rate plus 2% on the day of the overdraft. The Fund did not incur any such fees during the six months ended April 30, 2023. This amount, if any, is included under line item "Custody and fund accounting fees" in the Statement of Operations.
- D. Board of Trustees' Fees.** Each Trustee who is not an "interested person" as defined under the 1940 Act receives an annual fee as well as reimbursement for reasonable out-of-pocket expenses from the Fund. For the six months ended April 30, 2023, the Fund incurred \$35,811 in independent Trustee compensation and expense reimbursements.
- E. Officers of the Trust.** Officers of the Trust are also employees of BBH. Officers are paid no fees by the Trust for their services to the Trust.
- 4. Investment Transactions.** For the six months ended April 30, 2023, the cost of purchases and the proceeds of sales of investment securities, other than short-term investments, were \$388,934,606 and \$215,538,187, respectively.
- 5. Shares of Beneficial Interest.** The Trust is permitted to issue an unlimited number of Class I shares of beneficial interest, at no par value. Transactions in Class I shares were as follows:

	For the six months ended April 30, 2023 (unaudited)		For the year ended October 31, 2022	
	Shares	Dollars	Shares	Dollars
<b>Class I</b>				
Shares sold .....	23,377,362	\$ 205,566,090	14,985,215	\$ 141,932,385
Shares issued in connection with reinvestments of dividends .....	245,465	2,159,572	315,033	2,974,846
Proceeds from short-term redemption fees ...	N/A	5,692	N/A	1,609
Shares redeemed .....	(4,579,886)	(39,939,022)	(9,170,419)	(86,537,595)
Net increase .....	<u>19,042,941</u>	<u>\$ 167,792,332</u>	<u>6,129,829</u>	<u>\$ 58,371,245</u>

## BBH INCOME FUND

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### NOTESTO FINANCIAL STATEMENTS (continued)

April 30, 2023 (unaudited)

#### 6. Principal Risk Factors and Indemnifications.

*A. Principal Risk Factors.* Investing in the Fund may involve certain risks, as discussed in the Fund's prospectus, including but not limited to, those described below:

A shareholder may lose money by investing in the Fund (investment risk). The Fund is actively managed and the decisions by the Investment Adviser may cause the Fund to incur losses or miss profit opportunities (management risk). In the normal course of business, the Fund invests in securities and enters into transactions where risks exist due to failure of a counterparty to a transaction to perform (credit risk), changes in interest rates (interest rate risk), higher volatility for securities with longer maturities (maturity risk), financial performance or leverage of the issuer (issuer risk), difficulty in being able to purchase or sell a security (illiquid investment risk), or certain risks associated with investing in foreign securities not present in domestic investments, including, but not limited to, recovery of tax withheld by foreign jurisdictions (non-U.S. investment risk). Investments in other investment companies are subject to market and selection risk, as well as the specific risks associated with the investment companies' portfolio securities (investment in other investment companies risk), and risks from investing in securities of issuers based in developing countries (emerging markets risk). The Fund's use of derivatives creates risks that are different from, or possibly greater than, the risks associated with investing directly in securities as the Fund could lose more than the principal amount invested (derivatives risk). Political, legislative and economic events may affect a municipal security's value, interest payments, repayments of principal and the Fund's ability to sell it (municipal issuer risk). Due to uncertainty regarding the ability of the issuer to pay principal and interest, securities that are rated below investment grade (i.e., Ba1/BB+ or lower) (junk bond risk), and their unrated equivalents, may be subject to greater risks than securities which have higher credit ratings, including a high risk of default. If the issuer of the securities in which the Fund invests redeems them before maturity the Fund may have to reinvest the proceeds in securities that pay a lower interest rate (call risk). The Fund invests in asset-backed (asset-backed securities risk) and mortgage-backed securities (mortgage-backed securities risk) which are subject to the risk that borrowers may default on the obligations that underlie these securities. In addition, these securities may be paid off sooner (prepayment risk) or later than expected which may increase the volatility of securities during periods of fluctuating interest rates. The Fund may invest in bonds issued by foreign governments which may be unable or unwilling to make interest payments and/or repay the principal owed (sovereign debt risk). The Fund's use of borrowing, in reverse repurchase agreements and investment in some derivatives, involves leverage. Leverage tends to exaggerate the effect of any increase or decrease in the value of the Fund's securities and may cause the Fund to be more volatile (leverage risk). Loan participations and assignment, delayed funding loans and revolving credit facilities may have the effect of requiring the Fund to increase its investments in a company at a time when it might not otherwise decide to do so (loan risk). The value of securities held by the Fund may decline in response to certain events, including: those directly involving the companies or issuers

## **BBH INCOME FUND**

### **NOTES TO FINANCIAL STATEMENTS (continued)**

**April 30, 2023 (unaudited)**

whose securities are held by the Fund; conditions affecting the general economy; overall market changes; local, regional or political, social or economic instability; and currency and interest rate and price fluctuations. Natural disasters, the spread of infectious illness and other public health emergencies, recession, terrorism and other unforeseeable events may lead to increased market volatility and may have adverse effects on world economies and markets generally (market risk). A significant investment of Fund assets within one or more sectors, industries, securities and/or durations may increase the Fund's sensitivity to adverse economic, business, political, or other, risks associated with such sector, industry, security or duration (sector risk). The Fund's shareholders may be adversely impacted by asset allocation decisions made by an investment adviser whose discretionary clients make up a large percentage of the Fund's shareholders (large shareholder risk). Even though the Fund's investments in repurchase agreements are collateralized at all times, there is risk to the Fund if the other party to the agreement should default on its obligations (repurchase agreement risk). While the U.S. Government has historically provided financial support to U.S. government-sponsored agencies or instrumentalities during times of financial stress, such as the various actions taken to stabilize the Federal National Mortgage Association and Federal Home Loan Mortgage Corporation during the credit crisis of 2008, no assurance can be given that it will do so in the future. Such securities are neither issued nor guaranteed by the U.S. Treasury (U.S. Government Agency Securities Risk). The Fund may invest in private placement securities that are issued pursuant to Regulation S, Regulation D and Rule 144A which have not been registered with the SEC. These securities may be subject to contractual restrictions which prohibit or limit their resale (private placement risk). The United Kingdom's Financial Conduct Authority announced a phase out of the LIBOR. Although many LIBOR rates were phased out by the end of 2021, a selection of widely used USD LIBOR rates will continue to be published through June 2023 in order to assist with the transition. The unavailability and/or discontinuation of LIBOR may affect the value, liquidity or return on certain fund investments that mature later than June 2023 and may result in costs incurred in connection with closing out positions and entering into new positions. Any pricing adjustments to the fund's investments resulting from a substitute reference rate may also adversely affect the fund's performance and/or net asset value (LIBOR transition risk). The Fund may invest in convertible securities which may perform in a similar manner to a regular debt security and are subject to variety of risks, including investment risk and interest rate risk (convertible securities risk). The Fund may invest in preferred securities which are equity interests in a company that entitle the holder to receive common stock, dividends and a fixed share of the proceeds resulting from a liquidation of the company, in preference to the holders of other securities. Preferred securities are subject to issuer specific and market risks applicable generally to equity securities (preferred securities risk). The extent of the Fund's exposure to these risks in respect to these financial assets is included in their value as recorded in the Fund's Statement of Assets and Liabilities.

Please refer to the Fund's prospectus for a complete description of the principal risks of investing in the Fund.

## BBH INCOME FUND

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### NOTES TO FINANCIAL STATEMENTS (continued)

April 30, 2023 (unaudited)

**B. Indemnifications.** Under the Trust's organizational documents, its officers and Trustees may be indemnified against certain liabilities and expenses arising out of the performance of their duties to the Fund, and shareholders are indemnified against personal liability for the obligations of the Trust. Additionally, in the normal course of business, the Fund enters into agreements with service providers that may contain indemnification clauses. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred. The risk of material loss from such claims is considered remote.

**7. Subsequent Events.** Management has evaluated events and transactions that have occurred since April 30, 2023 through the date the financial statements were issued and determined that there were no subsequent events that would require recognition or additional disclosure in the financial statements.



**BBH INCOME FUND**

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**DISCLOSURE OF FUND EXPENSES**

April 30, 2023 (unaudited)

**EXAMPLE**

As a shareholder of the Fund, you may incur two types of costs: (1) transaction costs, including sales charges (loads) on purchase payments, reinvested distributions, or other distributions; redemption fees; and exchange fees; and (2) ongoing costs, including management fees; and other Fund expenses. This Example is intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other mutual funds.

The Example is based on an investment of \$1,000 invested at the beginning of the six-month period and held for the entire period (November 1, 2022, to April 30, 2023).

**ACTUAL EXPENSES**

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

**HYPOTHETICAL EXAMPLE FOR COMPARISON PURPOSES**

The second line of the table 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 during 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.

**BBH INCOME FUND**

**DISCLOSURE OF FUND EXPENSES (continued)**

April 30, 2023 (unaudited)

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

	Beginning Account Value November 1, 2022	Ending Account Value April 30, 2023	Expenses Paid During Period November 1, 2022 to April 30, 2023 <sup>1</sup>
<b>Class I</b>			
Actual .....	\$1,000	\$1,078	\$2.37
Hypothetical <sup>2</sup> .....	\$1,000	\$1,023	\$2.31

<sup>1</sup> Expenses are equal to the Fund's annualized expense ratio of 0.46% for Class I shares, multiplied by the average account value over the period and multiplied by 181/365 (to reflect the one-half year period).

<sup>2</sup> Assumes a return of 5% before expenses. For the purposes of the calculation, the applicable annualized expenses ratio for each class of shares is subtracted from the assumed return before expenses.

## BBH INCOME FUND

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### DISCLOSURE OF ADVISOR SELECTION

April 30, 2023 (unaudited)

#### **Investment Advisory and Administrative Services Agreement Approval**

The 1940 Act requires that a fund's investment advisory agreements must be approved both by a fund's board of trustees and by a majority of the trustees who are not parties to the investment advisory agreements or "interested persons" of any party ("Independent Trustees"), cast in person at a meeting called for the purpose of voting on such approval.

The Board, a majority of which is comprised of Independent Trustees, held a telephonic meeting on November 17, 2022 and an in-person meeting on December 13, 2022, in reliance on the Exemptive Relief, to consider whether to renew the combined Amended and Restated Investment Advisory and Administrative Services Agreement (the "Agreement") between the Trust and the Investment Adviser with respect to the existing funds in the Trust, including the Fund. At the December 13, 2022 meeting, the Board voted to approve the renewal of the Agreement with respect to the Fund for an additional one-year term. In doing so, the Board determined that the terms of the Agreement were fair and reasonable and in the best interest of the Fund and its shareholders, and that it had received sufficient information to make an informed business decision with respect to the continuation of the Agreement.

Both in the meetings specifically held to address the continuance of the Agreement and at other meetings over the course of the year, the Board requested, received and assessed a variety of materials provided by the Investment Adviser and BBH, including, among other things, information about the nature, extent and quality of the services provided to the Fund by the Investment Adviser and BBH, including investment management, administrative and shareholder services, the oversight of Fund service providers, marketing, risk oversight, compliance, and the ability to meet applicable legal and regulatory requirements. The Board also received third-party comparative performance and fee and expense information for the Fund prepared by Broadridge Financial Solutions, Inc. ("Broadridge") using data from Lipper Inc., an independent provider of investment company data ("Lipper Report"). The Board reviewed this report with Broadridge, counsel to the Trust ("Fund Counsel") and BBH. The Board received from, and discussed with, Fund Counsel a memorandum regarding the responsibilities of trustees for the approval of investment advisory agreements under the 1940 Act, as well as the guidance provided in Gartenberg v. Merrill Lynch Asset Management, Inc., which was affirmed in Jones v. Harris Associates, L.P. In addition, the Board met in executive session outside the presence of Fund management.

In approving the continuation of the Agreement, the Board considered: (a) the nature, extent and quality of services provided by the Investment Adviser; (b) the investment performance of the Fund; (c) the advisory fee and the cost of the services and profits to be realized by the Investment Adviser from its relationship with the Fund; (d) the Fund's costs to investors compared to the costs of comparative funds; (e) the sharing of potential economies of scale; (f) fall-out benefits to the Investment Adviser as a result of its relationship with the Fund; and (g) other factors deemed relevant by the Board. The following is a summary of certain factors the Board considered in making its determination to approve the continuance of the Agreement. No single factor reviewed by the Board was identified as the principal factor in determining whether to approve the Agreement, and individual Trustees may have given different weight to various factors. The

## **BBH INCOME FUND**

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### **DISCLOSURE OF ADVISOR SELECTION (continued)**

April 30, 2023 (unaudited)

Board reviewed these factors with Fund Counsel. The Board concluded that the fees paid by the Fund to the Investment Adviser were reasonable based on the expense information, the cost of the services provided, and the profits realized by the Investment Adviser.

#### **Nature, Extent and Quality of Services**

The Board noted that, under the Agreement and with respect to the Fund, the Investment Adviser, subject to the supervision of the Board, is responsible for providing a continuous investment program and making purchases and sales of portfolio securities consistent with the Fund's investment objective and policies. The Board further noted that, as a combined investment advisory and administration agreement, the Agreement also contemplates the provision of administrative services by the Investment Adviser to the Fund within the same fee structure. The Board received and considered information during the December 13, 2022 meeting, and over the course of the previous year, regarding the nature, extent and quality of services provided to the Trust and the Fund by the Investment Adviser including: portfolio management, the supervision of operations and compliance, preparation of regulatory filings, disclosures to Fund shareholders, general oversight of service providers, organizing Board meetings and preparing the materials for such Board meetings, assistance to the Board (including the Independent Trustees in their capacity as Trustees), legal and Chief Compliance Officer services for the Trust, and other services necessary for the operation of the Fund. The Board considered the resources of the Investment Adviser and BBH, as a whole, dedicated to the Fund noting that, pursuant to separate agreements, BBH also provides custody, shareholder servicing, and fund accounting services to the Fund. The Board considered the depth and range of services provided pursuant to the Agreement, noting that the Investment Adviser also coordinates the provision of services to the Fund by affiliated and nonaffiliated service providers.

The Board considered the scope and quality of services provided by the Investment Adviser under the Agreement. The Board reviewed the qualifications of the key investment personnel primarily responsible for the day-to-day portfolio management of the Fund. The Board also considered the policies and practices followed by BBH and the Investment Adviser. The Board noted that during the course of its regular meetings, it received reports on each of the foregoing topics. The Board concluded that, overall, it was satisfied with the nature, extent and quality of the investment advisory and administrative services provided, and expected to be provided, to the Fund pursuant to the Agreement.

#### **Fund Performance**

At the November 17, 2022 and December 13, 2022 meetings, and throughout the year, the Board received and considered performance information for the Fund provided by BBH. The Board also considered the Fund's performance relative to a peer category of other mutual funds in a report compiled by Broadridge. As part of this review, the Trustees considered the composition of the peer category, selection criteria and reputation of Broadridge who prepared the peer category analysis. The Board reviewed and discussed with both BBH and Broadridge the report's findings and discussed

## **BBH INCOME FUND**

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### **DISCLOSURE OF ADVISOR SELECTION (continued)**

April 30, 2023 (unaudited)

the positioning of the Fund relative to its selected peer category. The Board considered investment performance for the Fund over the 1-, 2-, 3- and 4-year periods ended September 30, 2022 as compared to a its peer category, noting the Fund's above average performance during each of the periods. In evaluating the performance of the Fund, the Board considered the risk expectations for the Fund as well as the relevant market conditions for the Fund's investments and investment strategy. Based on this information, and in light of the Fund's investment style, the Board concluded that it was satisfied with the Fund's investment results.

### **Costs of Services Provided and Profitability**

The Board considered the fee rates paid by the Fund to the Investment Adviser in light of the nature, extent and quality of the services provided to the Fund. The Board also considered and reviewed the fee waiver arrangement that was in place for the Fund and considered the actual fee rates after taking into account the contractual fee waiver. The Board noted that they had previously received and considered information comparing the Fund's combined investment advisory and administration fee and the Fund's net operating expenses with those of other comparable mutual funds, such peer category and comparisons having been selected and calculated by Broadridge. The Board recognized that it is difficult to make comparisons of the fee rate, or of combined advisory and administration fees, because there are variations in the services that are included in the fees paid by other funds. The Board concluded that the advisory and administration fee appeared to be both reasonable in light of the services rendered and the result of arm's length negotiations.

With regard to profitability, the Trustees considered the compensation and benefits flowing to the Investment Adviser and BBH, directly or indirectly. The Board reviewed profitability data for the Fund using data from October 1, 2021 through September 30, 2022, for both the Investment Adviser and BBH. The data also included the effect of revenue generated by the shareholder servicing, custody and fund accounting fees paid by the Fund to BBH and corresponding expenses. The Board conducted a detailed review of the expense allocation methods used in preparing the profitability data. The Board focused on profitability of the Investment Adviser and BBH's relationships with the Fund before taxes and distribution expenses. The Board concluded that the Investment Adviser's and BBH's profitability was not excessive in light of the nature, extent and quality of services provided to the Fund.

The Board also considered the effect of fall-out benefits to the Investment Adviser and BBH such as the increased visibility of BBH's investment management business due to the distribution of the Trust's funds. The Board considered other benefits received by BBH and the Investment Adviser as a result of their relationships with the Fund. These other benefits include fees received for being the Fund's administrator, custodian, fund accounting and shareholder servicing agent. In light of the costs of providing services pursuant to the Agreement as well as the Investment Adviser and BBH's commitment to the Fund, the ancillary benefits that the Investment Adviser and BBH received were considered reasonable.

**BBH INCOME FUND**

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**DISCLOSURE OF ADVISOR SELECTION (continued)**

April 30, 2023 (unaudited)

**Economies of Scale**

The Board also considered the existence of any economies of scale and whether those economies are passed along to the Fund’s shareholders through a graduated investment advisory fee schedule or other means, including any fee waivers by the Investment Adviser and BBH. The Board considered the fee schedule for the Fund on the information they had been provided over many years, the Board observed that in the mutual fund industry as a whole, as well as among funds similar to the Fund, there appeared to be no uniformity or pattern in the fees and asset levels at which breakpoints apply. In light of the Fund’s current size and expense structure, the Board concluded that the current breakpoints for the Fund were reasonable. Board concluded that the fees paid by the Fund to the Investment Adviser were reasonable based on the comparative performance, expense information, the cost of the services provided and the profits realized by the Investment Adviser.

## BBH INCOME FUND

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### CONFLICTS OF INTEREST

April 30, 2023 (unaudited)

#### **Description of Potential Material Conflicts of Interest - Investment Adviser**

BBH, including the Investment Adviser, provides discretionary and non-discretionary investment management services and products to corporations, institutions and individual investors throughout the world. As a result, in the ordinary course of its businesses, BBH, including the Investment Adviser, may engage in activities in which its interests or the interests of its clients may conflict with or be adverse to the interests of the Fund. In addition, certain of such clients (including the Fund) utilize the services of BBH for which they will pay to BBH customary fees and expenses that will not be shared with the Fund.

The Investment Adviser has adopted and implemented policies and procedures that seek to manage conflicts of interest. Pursuant to such policies and procedures, the Investment Adviser monitors a variety of areas, including compliance with fund investment guidelines, and compliance with its Code of Ethics.

The Trust also manages these conflicts of interest. For example, the Trust has designated a Chief Compliance Officer ("CCO") and has adopted and implemented policies and procedures designed to manage the conflicts identified below and other conflicts that may arise in the course of the Fund's operations in such a way as to safeguard the Fund from being negatively affected as a result of any such potential conflicts. From time to time, the Trustees receive reports from the Investment Adviser and the Trust's CCO on areas of potential conflict.

Investors should carefully review the following, which describes potential and actual conflicts of interest that BBH and the Investment Adviser can face in the operation of their respective investment management services. This section is not, and is not intended to be, a complete enumeration or explanation of all of the potential conflicts of interest that may arise. The Investment Adviser and the Fund have adopted policies and procedures reasonably designed to appropriately prevent, limit or mitigate the conflicts of interest described below. Additional information about potential conflicts of interest regarding the Investment Adviser is set forth in the Investment Adviser's Form ADV. A copy of Part 1 and Part 2A of the Investment Adviser's Form ADV is available on the SEC's website ([www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)). In addition, many of the activities that create these conflicts of interest are limited and/or prohibited by law, unless an exception is available.

**Other Clients and Allocation of Investment Opportunities.** BBH, and the Investment Adviser manage funds and accounts of clients other than the Fund ("Other Clients"). In general, BBH and the Investment Adviser face conflicts of interest when they render investment advisory services to different clients and, from time to time, provide dissimilar investment advice to different clients. Investment decisions will not necessarily be made in parallel among the Fund and Other Clients. Investments made by the Fund do not, and are not intended to, replicate the investments, or the investment methods and strategies, of Other Clients. Accordingly, such Other Clients may produce results that are materially different from those experienced by the Fund. Certain other conflicts of interest may arise in connection with a portfolio manager's management of the Fund's investments, on the one hand, and the investments of other funds or accounts for which the portfolio manager is responsible, on the other. For example, it is possible that the various funds or accounts managed by the Investment Adviser could have different investment strategies that, at times, might conflict with one another to the possible detriment of the Fund. From time to time, the Investment Adviser sponsor funds and other investment pools and accounts which engage in the same or similar businesses as the Fund using the same

## BBH INCOME FUND

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### CONFLICTS OF INTEREST (continued)

April 30, 2023 (unaudited)

or similar investment strategies. To the extent that the same investment opportunities might be desirable for more than one account or funds, possible conflicts could arise in determining how to allocate them because the Investment Adviser may have an incentive to allocate investment opportunities to certain accounts or funds. However, BBH and the Investment Adviser have implemented policies and procedures designed to ensure that information relevant to investment decisions is disseminated promptly within its portfolio management teams and investment opportunities are allocated equitably among different clients. The policies and procedures require, among other things, objective allocation for limited investment opportunities, and documentation and review of justifications for any decisions to make investments only for select accounts or in a manner disproportionate to the size of the account. Nevertheless, access to investment opportunities may be allocated differently among accounts due to the particular characteristics of an account, such as size of the account, cash position, tax status, risk tolerance and investment restrictions or for other reasons.

Actual or potential conflicts of interest may also arise when a portfolio manager has management responsibilities to multiple accounts or funds, resulting in unequal commitment of time and attention to the portfolio management of the funds or accounts.

**Affiliated Service Providers.** Other potential conflicts might include conflicts between the Fund and its affiliated and unaffiliated service providers (e.g., conflicting duties of loyalty). In addition to providing investment management and administrative services through the SID, BBH provides custody, shareholder servicing and fund accounting services to the Fund. BBH may have conflicting duties of loyalty while servicing the Fund and/or opportunities to further its own interest to the detriment of the Fund. For example, in negotiating fee arrangements with affiliated service providers, BBH may have an incentive to agree to higher fees than it would in the case of unaffiliated providers. BBH acting in its capacity as the Fund's administrator is the primary valuation agent of the Fund. BBH values securities and assets in the Fund according to the Fund's valuation policies. Because the Investment Adviser's advisory and administrative fees are calculated by reference to a Fund's net assets, BBH and its affiliates may have an incentive to seek to overvalue certain assets.

**Aggregation.** Potential conflicts of interest also arise with the aggregation of trade orders. Purchases and sales of securities for the Fund may be aggregated with orders for other client accounts managed by the Investment Adviser. The Investment Adviser, however, is not required to aggregate orders if portfolio management decisions for different accounts are made separately, or if it is determined that aggregating is not practicable, or in cases involving client direction. Prevailing trading activity frequently may make impossible the receipt of the same price or execution on the entire volume of securities purchased or sold. When this occurs, the various prices may be averaged, and the Fund will be charged or credited with the average price. Thus, the effect of the aggregation may operate on some occasions to the disadvantage of the Fund. In addition, under certain circumstances, the Fund will not be charged the same commission or commission equivalent rates in connection with an aggregated order.

**Cross Trades.** Under certain circumstances, the Investment Adviser, on behalf of the Fund, may seek to buy from or sell securities to another fund or account advised by BBH or the Investment Adviser. Subject to applicable law and regulation, BBH or the Investment Adviser may (but is not required to) effect purchases and sales between BBH's or the Investment Adviser's clients ("cross trades"), including the Fund, if BBH



## BBH INCOME FUND

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### CONFLICTS OF INTEREST (continued)

April 30, 2023 (unaudited)

or the Investment Adviser believes such transactions are appropriate based on each party's investment objectives and guidelines. There may be potential conflicts of interest or regulatory issues relating to these transactions which could limit the Investment Adviser's decision to engage in these transactions for the Fund. BBH or the Investment Adviser may have a potentially conflicting division of loyalties and responsibilities to the parties in such transactions.

**Soft Dollars.** The Investment Adviser may direct brokerage transactions and/or payment of a portion of client commissions ("soft dollars") to specific brokers or dealers or other providers to pay for research or other appropriate services which provide, in the Investment Adviser's view, appropriate assistance in the investment decision-making process (including with respect to futures, fixed price offerings and over-the-counter transactions). The use of a broker that provides research and securities transaction services may result in a higher commission than that offered by a broker who does not provide such services. The Investment Adviser will determine in good faith whether the amount of commission is reasonable in relation to the value of research and services provided and whether the services provide lawful and appropriate assistance in its investment decision-making responsibilities.

Research or other services obtained in this manner may be used in servicing any or all of the Fund and other accounts managed by the Investment Adviser, including in connection with accounts that do not pay commissions to the broker related to the research or other service arrangements. Such products and services may disproportionately benefit other client accounts relative to the Fund based on the amount of brokerage commissions paid by the Fund and such other accounts. To the extent that the Investment Adviser uses soft dollars, it will not have to pay for those products and services itself.

BBH may receive research that is bundled with the trade execution, clearing, and/or settlement services provided by a particular broker-dealer. To the extent that the Investment Adviser receives research on this basis, many of the same conflicts related to traditional soft dollars may exist. For example, the research effectively will be paid by client commissions that also will be used to pay for the execution, clearing, and settlement services provided by the broker-dealer and will not be paid by the Investment Adviser.

Arrangements regarding compensation and delegation of responsibility may create conflicts relating to selection of brokers or dealers to execute Fund portfolio trades and/or specific uses of commissions from Fund portfolio trades, administration of investment advice and valuation of securities.

**Investments in BBH Funds.** From time-to-time, BBH may invest a portion of the assets of its discretionary investment advisory clients in the Fund. That investment by BBH on behalf of its discretionary investment advisory clients in the Fund may be significant at times. Increasing the Fund's assets may enhance investment flexibility and diversification and may contribute to economies of scale that tend to reduce the Fund's expense ratio. In selecting the Fund for its discretionary investment advisory clients, BBH may limit its selection to funds managed by BBH or the Investment Adviser. BBH may not consider or canvass the universe of unaffiliated investment companies available, even though there may be unaffiliated investment companies that may be more appropriate or that have superior performance. BBH, the Investment Adviser and their affiliates providing services to the Fund benefit from additional fees when the Fund is included as an investment for a discretionary investment advisory client. BBH reserves the right to redeem at any time

## BBH INCOME FUND

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### CONFLICTS OF INTEREST (continued)

April 30, 2023 (unaudited)

some or all of the shares of the Fund acquired for its discretionary investment advisory clients' accounts. A large redemption of shares of the Fund by BBH on behalf of its discretionary investment advisory clients could significantly reduce the asset size of the Fund, which might have an adverse effect on the Fund's investment flexibility, portfolio diversification and expense ratio.

**Valuation.** When market quotations are not readily available or are believed by BBH to be unreliable, the Fund's investments will be valued at fair value by BBH pursuant to procedures adopted by the Fund's Board of Trustees in accordance with Rule 2a-5 under the 1940 Act. When determining an asset's "fair value," BBH seeks to determine the price that a Fund might reasonably expect to receive from the current sale of that asset in an arms-length transaction. The price generally may not be determined based on what the Fund might reasonably expect to receive for selling an asset at a later time or if it holds the asset to maturity. While fair value determinations will be based upon all available factors that BBH deems relevant at the time of the determination and may be based on analytical values determined by BBH using proprietary or third-party valuation models, fair value represents only a good faith approximation of the value of a security. The fair value of one or more securities may not, in retrospect, be the price at which those assets could have been sold during the period in which the particular fair values were used in determining the Fund's net asset value. As a result, the Fund's sale or redemption of its shares at net asset value, at a time when a holding or holdings are valued by BBH (pursuant to Board-adopted procedures) at fair value, may have the effect of diluting or increasing the economic interest of existing shareholders.

**Referral Arrangements.** BBH may enter into advisory and/or referral arrangements with third parties. Such arrangements may include compensation paid by BBH to the third party. BBH may pay a solicitation fee for referrals and/or advisory or incentive fees. BBH may benefit from increased amounts of assets under management.

**Personal Trading.** BBH, including the Investment Adviser, and any of their respective partners, principals, directors, officers, employees, affiliates or agents, face conflicts of interest when transacting in securities for their own accounts because they could benefit by trading in the same securities as the Fund, which could have an adverse effect on the Fund. However, BBH, including the Investment Adviser, has implemented policies and procedures concerning personal trading by BBH Partners and employees. The policies and procedures are intended to prevent BBH Partners and employees with access to Fund material non-public information from trading in the same securities as the Fund.

**Gifts and Entertainment.** From time to time, employees of BBH, including the Investment Adviser, and any of their respective partners, principals, directors, officers, employees, affiliates or agents, may receive gifts and/or entertainment from clients, intermediaries, or service providers to the Fund or BBH, including the Investment Adviser, which could have the appearance of affecting or may potentially affect the judgment of the employees, or the manner in which they conduct business. BBH, including the Investment Adviser, has implemented policies and procedures concerning gifts and entertainment to mitigate any impact on the judgment of BBH Partners and employees.

## BBH INCOME FUND

### OPERATION AND EFFECTIVENESS OF THE FUND'S LIQUIDITY RISK MANAGEMENT PROGRAM

April 30, 2023 (unaudited)

The Securities and Exchange Commission adopted Rule 22e-4 under the Investment Company Act of 1940, as amended (the "Liquidity Rule"), to promote effective liquidity risk management throughout the open-end investment company industry in order to reduce the risk that funds will be unable to meet their redemption obligations and mitigate dilution of the interests of fund shareholders.

The Board of Trustees (the "Board") of BBH Trust has appointed three members of the Brown Brothers Harriman & Co. Mutual Fund Advisory Department, the Investment Adviser to the funds of BBH Trust (the "Funds"), as the Program Administrator for the Fund's liquidity risk management program (the "Program"). The Board met on March 7, 2023 to review the Program for the Funds pursuant to the Liquidity Rule. The Program Administrator provided the Board with a report (the "Report") that addressed the operations of the Program and assessed its adequacy and effectiveness for the period from February 1, 2022 through January 31, 2023 (the "Reporting Period").

The Report noted that the Program complied with the key factors for consideration under the Liquidity Rule for assessing, managing and periodically reviewing a Fund's liquidity risk, including the following points.

**Liquidity classification.** The Report described the Program's liquidity classification methodology for categorizing the Funds' investments into one of four liquidity buckets. The Fund classified each of its investments into one of four liquidity categories based on the number of days reasonably needed to sell and convert a reasonably anticipated sized trade of each investment into cash without significantly impacting the price of the investments. The Program Administrator relied on a third-party data provider to facilitate the classification of the Fund's investments based on criteria in the Fund's Program. During the Reporting Period, the Fund did not hold more than 15% of its net assets in illiquid investments.

**Highly Liquid Investment Minimum.** The Report noted that one aspect of the Liquidity Rule is a requirement that funds that are expected to have less than 50% of assets classified as other than "highly liquid" should establish a minimum percentage of highly liquid assets that the fund is expected to hold on an on-going basis. The Program Administrator monitors the percentages of assets in each category on an ongoing basis and, given that the Fund did not approach the 50% threshold, has made the determination that it is not necessary to assign a Highly Liquid Investment Minimum to the Fund as provided for in the Liquidity Rule.

**The Fund's investment strategy and liquidity of portfolio investments during normal and reasonably foreseeable stressed market conditions.** During the Reporting Period, the Program Administrator reviewed whether the Fund's investment strategy is appropriate for an open-end fund structure with a focus on funds with more significant and consistent holdings of less liquid and illiquid assets and factored a Fund's concentration in an issuer into the liquidity classification methodology by taking issuer position sizes into account.

## BBH INCOME FUND

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### OPERATION AND EFFECTIVENESS OF THE FUND'S LIQUIDITY RISK MANAGEMENT PROGRAM (continued)

April 30, 2023 (unaudited)

**Short-term and long-term cash flow projections during normal and reasonably foreseeable stressed market conditions.** During the Reporting Period, the Program Administrator reviewed historical redemption activity and used this information as a component to establish the Fund's reasonably anticipated trading size. The Program Administrator also took into consideration other factors such as shareholder ownership concentration, applicable distribution channels and the degree of certainty associated with the Fund's short-term and long-term cash flow projections.

**Holdings of cash and cash equivalents.** The Program Administrator considered the degree to which the Fund held cash and cash equivalents as a component of each Fund's ability to meet redemption requests.

There were no material changes to the Program during the Reporting Period. The Program Administrator has informed the Board that it believes that the Fund's Program is adequately designed, has been implemented as intended, and has operated effectively since its implementation. No material exceptions have been noted since the implementation of the Program, and there were no liquidity events that impacted the Fund or its ability to meet redemption requests on a timely basis during the Reporting Period.

ADMINISTRATOR  
BROWN BROTHERS HARRIMAN & Co.  
140 BROADWAY  
NEW YORK, NY 10005

INVESTMENT ADVISER  
BROWN BROTHERS HARRIMAN  
MUTUAL FUND ADVISORY DEPARTMENT  
140 BROADWAY  
NEW YORK, NY 10005

DISTRIBUTOR  
ALPS DISTRIBUTORS, INC.  
1290 BROADWAY, SUITE 1000  
DENVER, CO 80203

SHAREHOLDER SERVICING AGENT  
BROWN BROTHERS HARRIMAN & Co.  
140 BROADWAY  
NEW YORK, NY 10005  
1-800-575-1265

**To obtain information or make shareholder inquiries:**

By telephone:

Call 1-800-575-1265

By E-mail send your request to:

[bbhfunds@bbh.com](mailto:bbhfunds@bbh.com)

On the internet:

[www.bbhfunds.com](http://www.bbhfunds.com)

**This report is submitted for the general information of shareholders and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus. Nothing herein contained is to be considered an offer of sale or a solicitation of an offer to buy shares of the Fund.**

**For more complete information, visit [www.bbhfunds.com](http://www.bbhfunds.com) for a prospectus. You should consider the Fund's investment objectives, risks, charges and expenses carefully before you invest. Information about these and other important subjects is in the Fund's prospectus, which you should read carefully before investing.**

Holdings and allocations are subject to change. Fund holdings should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities. Current and future holdings are subject to risk.

The Fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The Fund's Forms N-PORT are available electronically on the SEC's website ([sec.gov](http://sec.gov)). For a complete list of a fund's portfolio holdings, view the most recent holdings listing, semi-annual report, or annual report on the Fund's website at <http://www.bbhfunds.com>

A summary of the Fund's Proxy Voting Policy that the Fund uses to determine how to vote proxies, if any, relating to securities held in the Fund's portfolio, as well as a record of how the Fund voted any such proxies during the most recent 12-month period ended June 30, is available, without charge, upon request by calling the toll-free number listed above. This information is also available on the SEC's website at [www.sec.gov](http://www.sec.gov).

**NOT FDIC INSURED NO BANK GUARANTEE MAY LOSE VALUE**

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