

Semi-Annual Report
June 30, 2023 (Unaudited)



THE BEEHIVE FUND

Managed by Spears Abacus Advisors LLC

BEEHX

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The views expressed in this report are those of the investment advisor of The BeeHive Fund (the “Fund”) as of June 30, 2023, and may not reflect its views on the date this report is first published or any time thereafter. These views are intended to assist shareholders of the Fund in understanding their investments in the Fund and do not constitute investment advice. The Fund is subject to various forms of risk, including the possible loss of principal. Investing in foreign securities entails risks not associated with domestic equities, including economic and political instability and currency fluctuations. Investing in fixed income securities includes the risk that rising interest rates will cause a decline in values. Focused investments in particular industries or market sectors can entail increased volatility and greater market risk than is the case with more broadly diversified investments. Investments in securities of small and mid-capitalization companies involve the possibility of greater volatility than investments in larger capitalization companies. Investments in American Depositary Receipts involve many of the same risks as investing in foreign securities.

Dear Shareholder:

I. Market Overview

Year-to-date, the S&P 500 has provided a total return of 16.9%, bringing the benchmark to within 10% of its all-time high. Given what seems to be a challenging environment*, this strength has surprised many. Peeking behind the aggregate statistic reveals that, more broadly speaking, stock markets have not been quite as friendly as the index suggests.

*Challenging Environment

- Rapid rise in short-term interest rates
- Near banking crisis (impending regulatory changes)
- More stubborn than predicted inflation
- Debt ceiling standoff
- Accelerating tension in Russia/Ukraine
- Stalled recovery from China

By far the most prominent feature in 2023 has been the outsized influence of a small handful of very large companies. The “Mega-Cap 8” (see table below) were responsible for more than two-thirds of the performance of the S&P 500. Without them, the benchmark would have been up by only about 5%. Still respectable for a six-month period, but hardly noteworthy.

As always, it is more helpful to examine specifics than to gloss over generalities. The Mega-Cap 8, like the FAANG stocks of the last decade, are a familiar gang. Not surprisingly, technology is a common theme uniting the group. Each company is either a provider or beneficiary of dominant technologies. Some fall into both camps. So far this year, the Mega-Cap 8’s average return is an eye-popping 84%.

This statistic requires context. This same group averaged a negative return of 46% in 2022. The cruel math of negative results is evident. Only two, NVIDIA and The BeeHive Fund’s (the “Fund”) holding of Apple, have surpassed previous high-water marks. Microsoft, another Fund holding, is close. Meta, Tesla, Amazon and Netflix remain between 25% and 40% below previous highs.

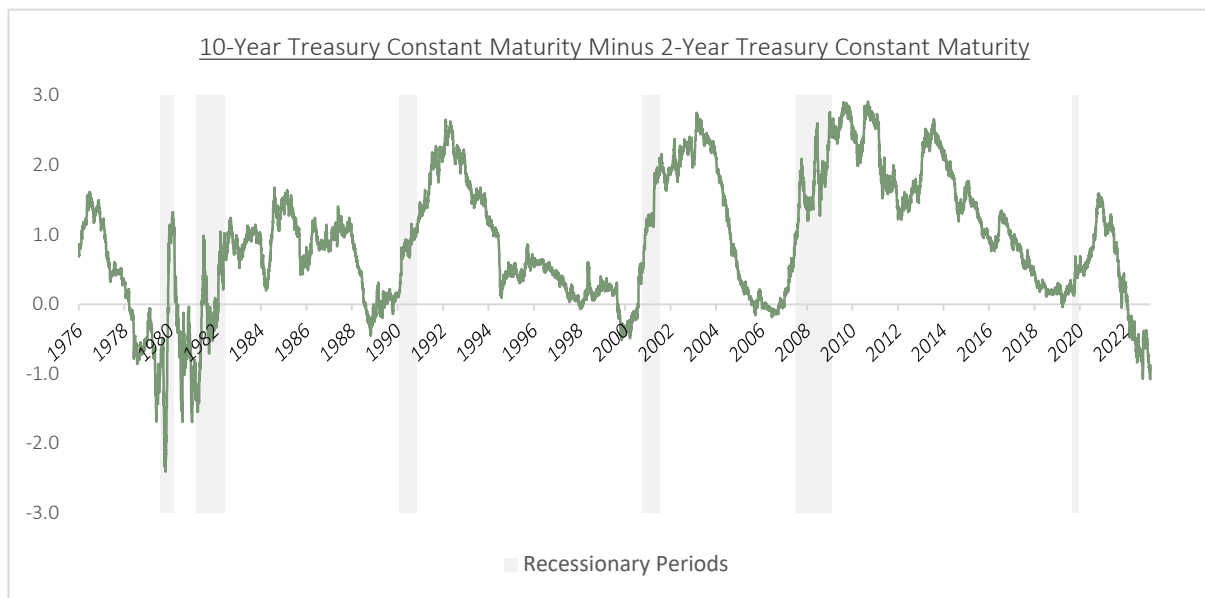
When eight so decisively outperform 492, it begs the question of how this anomaly will be resolved. Will the leaders fall back to the pack, or will the laggards catch up? To help to find the answer, we make two observations. First, the Mega-Cap 8 are hardly monolithic. While each trades at a higher-than-average valuation, as shown in the adjacent table, there is a significant range from the lowest (Alphabet) to the highest (Tesla). Second, the remaining 492 companies trade at an average valuation of 16.5 times consensus 2023 earnings estimates, implying that there are bargains to be found.

Mega-Cap 8 Valuation ¹	2023 PE
<i>Alphabet Inc. Class C</i>	22.3
Meta Platforms Inc. Class A	24.0
<i>Apple Inc.</i>	32.1
<i>Microsoft Corporation</i>	35.1
Netflix, Inc.	39.3
NVIDIA Corporation	55.9
Amazon.com, Inc.	81.5
Tesla, Inc.	82.3
Average	46.6

¹ Source: Factset. Based on consensus 2023 earnings per share. Fund holdings as of 2Q23 are in *green*.

II. Looking Forward

The yield on the two-year U.S. Treasury note is more than 1% greater than that of the ten-year maturity. This is not normal. As can be seen from the chart below, it has not occurred since 1981. It is common wisdom that this so-called “inverted yield curve” presages a recession. It has done so correctly for the six official recessions in the U.S. over the last 50 years. Those economists forecasting an impending recession generally point to the inversion as evidence. Yet one full year after the yield curve first inverted, the economy is still showing surprising strength.



Source: FRED: Federal Reserve Bank of St. Louis. Data from 06/01/1976 to 07/07/2023.

The glass is half-empty crowd will point out, correctly, that history shows that a recession could begin as long as two years after the onset of an inverted yield curve. A more optimistic view is that being right six times in a row is no guarantee of future accuracy and that the economy could remain robust for the foreseeable future.

There is a trove of data to support either position. Eventually, one will be proven correct. However, it is important to remember that Covid-19 related shocks have been largely unprecedented. We truly are in uncharted territory. Never before has the global economy come to a complete stop. While there have been instances of supply-chain interruption, never have so many broken at the same time. We have never experienced the same degree of demand destruction, followed by a tsunami of pent-up demand. We do not really know whether Covid rendered traditional forecasting tools completely ineffective. But, as seasoned investors, we do know that now is not the time to bet the ranch on tenuous predictions.

Fortunately, we have other tools at our disposal. We have always looked to company-specific analysis to provide guidance. In general, we seek out those businesses that are less impacted by the overall economy. In uncertain times like these, we work doubly hard to maintain that discipline. Should a recession occur, stock prices will likely retreat,

including the prices of the companies we own for you in the Fund. However, we strongly believe that none will be fatally impaired, no matter how unfriendly the climate.

Such an environment could present meaningful opportunities for new investments. As mentioned, at 16.5 times consensus 2023 earnings estimates, we believe that the average stock is currently reasonably valued. Should future market weakness occur, we will have a shopping list ready.

III. Fund Commentary

It has been hard to go a day recently without reading a headline about artificial intelligence (AI.) Among investors, there has been a significant debate about who wins and who loses. The debate is far from settled.

Take for example the Fund's holding in Adobe, which in the span of just a few weeks went from being viewed as an AI loser to an AI winner. The narrative shifted from "AI is going to render creative workers obsolete, reducing the number of people using Adobe software" to "look what you can do with AI embedded in Adobe software!" From the beginning of the quarter to mid-May, the stock declined over 10%. From mid-May to mid-June, the stock went up almost 50%. In reality, not much changed. Adobe has been integrating increasing amounts of artificial intelligence into its design software for years, and investors today have little more clarity about what the "AI revolution" means for Adobe than they did when the quarter began.

We don't know what the future holds (we tried asking ChatGPT), but the ongoing debate about how artificial intelligence, large language models, etc. will reduce demand for Adobe's software, and many other companies' products and services, reminds us of the Jevons Paradox.

In 1865, an English economist, William Jevons, observed that contrary to intuition, after the introduction of the far-more-efficient Watt steam engine, England's coal consumption increased rather than decreased. Put simply, additional coal demand resulting from new applications enabled by the more efficient engine more than offset the improvement in fuel economy.

We think the same lesson applies. People won't simply be content to use ChatGPT and its successors to accomplish the same things more efficiently. They will use technological advancement to do things that aren't possible or practical today.

IV. Performance Commentary

The Fund appreciated 15.4% in the first six months of 2023. A variety of Fund holdings contributed to the strong results. Notable performers included Aptiv, Adobe, Alphabet, Apple, Microsoft, Oracle and Take-Two Interactive. However, the Fund lagged its benchmark (the S&P 500) by approximately 1.5% percent. The principal cause of this underperformance was the Fund's unusually large cash position (on average 12.6% over the period). Cash had a weighted average return of 2.3% as compared to 16.9% for the S&P 500 over the same period. This created a

THE BEEHIVE FUND
A MESSAGE TO OUR SHAREHOLDERS
JUNE 30, 2023

performance headwind of roughly 1.8%. It is important to note that cash accumulation was a result of our bottom-up sell discipline. It does NOT reflect a top-down asset allocation decision.

Certain long-term Fund holdings also meaningfully underperformed over the first six months of the year. Chubb, Danaher and Thermo Fisher Scientific represented approximately 13% of Fund assets. On average, each of these holdings underperformed the broader market by 25%, contributing to the Fund's underperformance relative to the S&P 500. It should be noted that over longer time periods, each of these holdings has contributed positively to Fund performance. It should also be noted that we believe these holdings to have very attractive long-term prospects.

Regards,

Spears Abacus

THE BEEHIVE FUND
SCHEDULE OF INVESTMENTS
JUNE 30, 2023

<u>Shares</u>	<u>Security Description</u>	<u>Value</u>
Common Stock - 87.3%		
Communication Services - 12.0%		
49,235	Alphabet, Inc., Class A ^(a)	\$ 5,893,430
45,020	Alphabet, Inc., Class C ^(a)	5,446,069
98,520	Comcast Corp., Class A	4,093,506
23,184	Take-Two Interactive Software, Inc. ^(a)	3,411,757
		<u>18,844,762</u>
Consumer Discretionary - 3.6%		
13,518	Aptiv PLC ^(a)	1,380,052
56,513	Restaurant Brands International, Inc.	4,380,888
		<u>5,760,940</u>
Consumer Staples - 7.6%		
81,940	Mondelez International, Inc., Class A	5,976,704
49,750	Nestle SA, ADR	5,987,412
		<u>11,964,116</u>
Financials - 19.9%		
15,320	Aon PLC, Class A	5,288,464
11,720	Berkshire Hathaway, Inc., Class B ^(a)	3,996,520
28,802	Chubb, Ltd.	5,546,113
55,653	Fidelity National Information Services, Inc.	3,044,219
30,613	Fiserv, Inc. ^(a)	3,861,830
42,950	Intercontinental Exchange, Inc.	4,856,786
31,610	JPMorgan Chase & Co.	4,597,359
		<u>31,191,291</u>
Health Care - 9.9%		
15,000	Danaher Corp.	3,600,000
10,352	Elevance Health, Inc.	4,599,290
14,100	Thermo Fisher Scientific, Inc.	7,356,675
		<u>15,555,965</u>
Information Technology - 25.5%		
8,204	Adobe, Inc. ^(a)	4,011,674
8,500	Analog Devices, Inc.	1,655,885
46,920	Apple, Inc.	9,101,073
7,613	Autodesk, Inc. ^(a)	1,557,696
48,576	Microsoft Corp.	16,542,071
59,860	Oracle Corp.	7,128,727
		<u>39,997,126</u>
Materials - 6.6%		
61,030	Berry Global Group, Inc.	3,926,671
37,223	Crown Holdings, Inc.	3,233,562
22,217	Franco-Nevada Corp.	3,168,144
		<u>10,328,377</u>
Real Estate - 2.2%		
28,530	Prologis, Inc. REIT	3,498,634
		<u>3,498,634</u>
	Total Common Stock (Cost \$54,913,150)	<u><u>137,141,211</u></u>

ADR American Depositary Receipt
PLC Public Limited Company
REIT Real Estate Investment Trust
^(a) Non-income producing security.
^(b) Zero coupon bond. Interest rate presented is yield to maturity.
^(c) Dividend yield changes daily to reflect current market conditions. Rate was the quoted yield as of June 30, 2023.

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

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

<u>Valuation Inputs</u>	<u>Investments in Securities</u>
Level 1 - Quoted Prices	\$ 137,141,211
Level 2 - Other Significant Observable Inputs	19,726,720
Level 3 - Significant Unobservable Inputs	-
Total	<u><u>\$ 156,867,931</u></u>

The Level 1 value displayed in this table is Common Stock. The Level 2 value displayed in this table is a Money Market Fund and U.S. Treasury Securities. Refer to this Schedule of Investments for a further breakout of each security by industry.

PORTFOLIO HOLDINGS

<u>% of Total Investments</u>	
12.0%	Communication Services
3.7%	Consumer Discretionary
7.6%	Consumer Staples
19.9%	Financials
9.9%	Health Care
25.5%	Information Technology
6.6%	Materials
2.2%	Real Estate
9.4%	U.S. Government & Agency Obligations
3.2%	Money Market Fund
<u>100.0%</u>	

<u>Principal</u>	<u>Security Description</u>	<u>Rate</u>	<u>Maturity</u>	<u>Value</u>
U.S. Government & Agency Obligations - 9.4%				
U.S. Treasury Securities - 9.4%				
\$ 15,000,000	U.S. Treasury Bill ^(b)			
	(Cost \$14,706,828)	5.23%	11/16/23	<u>14,706,750</u>
<u>Shares</u>	<u>Security Description</u>	<u>Value</u>		
Money Market Fund - 3.2%				
5,019,970	First American Treasury Obligations Fund, Class X, 5.04% ^(c)			
	(Cost \$5,019,970)			
		<u>\$ 5,019,970</u>		
	Investments, at value - 99.9% (Cost \$74,639,948)	\$ 156,867,931		
	Other Assets & Liabilities, Net - 0.1%	103,343		
	Net Assets - 100.0%	<u><u>\$ 156,971,274</u></u>		

See Notes to Financial Statements.

THE BEEHIVE FUND
STATEMENT OF ASSETS AND LIABILITIES
JUNE 30, 2023

ASSETS

Investments, at value (Cost \$74,639,948)	\$ 156,867,931
Receivables:	
Fund shares sold	100,000
Dividends	137,267
Prepaid expenses	9,409
Total Assets	<u>157,114,607</u>

LIABILITIES

Accrued Liabilities:	
Investment advisor fees	93,994
Fund services fees	19,198
Other expenses	30,141
Total Liabilities	<u>143,333</u>

NET ASSETS

\$ 156,971,274

COMPONENTS OF NET ASSETS

Paid-in capital	\$ 70,736,169
Distributable Earnings	<u>86,235,105</u>

NET ASSETS

\$ 156,971,274

SHARES OF BENEFICIAL INTEREST AT NO PAR VALUE (UNLIMITED SHARES AUTHORIZED)

7,767,936

NET ASSET VALUE, OFFERING AND REDEMPTION PRICE PER SHARE

\$ 20.21

THE BEEHIVE FUND
STATEMENT OF OPERATIONS
SIX MONTHS ENDED JUNE 30, 2023

INVESTMENT INCOME

Dividend income (Net of foreign withholding taxes of \$68,698)	\$ 940,868
Interest income	264,361
Total Investment Income	<u>1,205,229</u>

EXPENSES

Investment advisor fees	542,707
Fund services fees	107,461
Custodian fees	7,633
Registration fees	4,094
Professional fees	24,687
Trustees' fees and expenses	4,086
Other expenses	<u>24,737</u>
Total Expenses	715,405
Fees waived and expenses reimbursed	<u>(3,191)</u>
Net Expenses	<u>712,214</u>

NET INVESTMENT INCOME

493,015

NET REALIZED AND UNREALIZED GAIN (LOSS)

Net realized gain on investments	3,773,174
Net change in unrealized appreciation (depreciation) on investments	<u>16,651,498</u>

NET REALIZED AND UNREALIZED GAIN 20,424,672

INCREASE IN NET ASSETS RESULTING FROM OPERATIONS \$ 20,917,687

THE BEEHIVE FUND
STATEMENTS OF CHANGES IN NET ASSETS

	For the Six Months Ended June 30, 2023	For the Year Ended December 31, 2022
OPERATIONS		
Net investment income	\$ 493,015	\$ 178,054
Net realized gain	3,773,174	2,894,304
Net change in unrealized appreciation (depreciation)	16,651,498	(35,850,629)
Increase (Decrease) in Net Assets Resulting from Operations	<u>20,917,687</u>	<u>(32,778,271)</u>
DISTRIBUTIONS TO SHAREHOLDERS		
Total Distributions Paid	<u>—</u>	<u>(2,894,843)</u>
CAPITAL SHARE TRANSACTIONS		
Sale of shares	758,101	1,643,851
Reinvestment of distributions	—	2,532,217
Redemption of shares	(756,758)	(8,045,891)
Increase (Decrease) in Net Assets from Capital Share Transactions	<u>1,343</u>	<u>(3,869,823)</u>
Increase (Decrease) in Net Assets	<u>20,919,030</u>	<u>(39,542,937)</u>
NET ASSETS		
Beginning of Period	<u>136,052,244</u>	<u>175,595,181</u>
End of Period	<u>\$ 156,971,274</u>	<u>\$ 136,052,244</u>
SHARE TRANSACTIONS		
Sale of shares	40,457	83,365
Reinvestment of distributions	—	140,053
Redemption of shares	(40,085)	(403,858)
Increase (Decrease) in Shares	<u>372</u>	<u>(180,440)</u>

THE BEEHIVE FUND
FINANCIAL HIGHLIGHTS

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

	For the Six Months Ended June 30, 2023	For the Years Ended December 31,				
		2022	2021	2020	2019	2018
NET ASSET VALUE, Beginning of Period	\$ 17.52	\$ 22.09	\$ 19.32	\$ 17.00	\$ 13.10	\$ 15.23
INVESTMENT OPERATIONS						
Net investment income (a)	0.06	0.02	0.02	0.04	0.24	0.13
Net realized and unrealized gain (loss)	2.63	(4.21)	3.97	2.61	4.50	(1.79)
Total from Investment Operations	2.69	(4.19)	3.99	2.65	4.74	(1.66)
DISTRIBUTIONS TO SHAREHOLDERS FROM						
Net investment income	–	(0.02)	(0.02)	(0.04)	(0.24)	(0.13)
Net realized gain	–	(0.36)	(1.20)	(0.29)	(0.60)	(0.34)
Total Distributions to Shareholders	–	(0.38)	(1.22)	(0.33)	(0.84)	(0.47)
NET ASSET VALUE, End of Period	\$ 20.21	\$ 17.52	\$ 22.09	\$ 19.32	\$ 17.00	\$ 13.10
TOTAL RETURN	15.35%(b)	(19.02)%	20.79%	15.59%	36.28%	(10.98)%
RATIOS/SUPPLEMENTARY DATA						
Net Assets at End of Period (000s omitted)	\$ 156,971	\$ 136,052	\$ 175,595	\$ 149,688	\$ 134,415	\$ 105,406
Ratios to Average Net Assets: (c)						
Net investment income	0.68%(d)	0.12%	0.08%	0.23%	1.49%	0.84%
Net expenses	0.98%(d)	0.98%	0.97%(e)	0.98%	0.98%	0.99%
Gross expenses	0.99%(d)(f)	0.98%	0.97%	0.99%(f)	0.98%(f)	0.99%(f)
PORTFOLIO TURNOVER RATE	6%(b)	14%	14%	22%	10%	10%

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

(b) Not annualized.

(c) The ratios of expenses and net investment income to average net assets do not reflect the Fund's proportionate share of income and expenses of underlying investment companies in which the Fund invests.

(d) Annualized.

(e) Ratio includes waivers and previously waived investment advisory fees recovered. The impact of the recovered fees may cause a higher net expense ratio.

(f) Reflects the expense ratio excluding any waivers and/or reimbursements.

Note 1. Organization

The BeeHive Fund (the “Fund”) is a diversified portfolio of Forum Funds (the “Trust”). The Trust is a Delaware statutory trust that is registered as an open-end, management investment company under the Investment Company Act of 1940, as amended (the “Act”). Under its Trust Instrument, the Trust is authorized to issue an unlimited number of the Fund’s shares of beneficial interest without par value. The Fund commenced operations on September 2, 2008. The Fund seeks capital appreciation.

Note 2. Summary of Significant Accounting Policies

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

Security Valuation – Securities are valued at market prices using the last quoted trade or official closing price from the principal exchange where the security is traded, as provided by independent pricing services on each Fund business day. In the absence of a last trade, securities are valued at the mean of the last bid and ask price provided by the pricing service. Shares of non-exchange traded open-end mutual funds are valued at net asset value (“NAV”). Short-term investments that mature in sixty days or less may be valued at amortized cost.

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

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

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

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

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

Level 2 - Prices determined using significant other observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.). Short-term securities with maturities of sixty days or less are valued at amortized cost, which approximates market value, and are categorized as Level 2 in the hierarchy. Municipal securities, long-term U.S. government obligations and corporate debt securities are valued in accordance with the evaluated price supplied by a pricing service and generally categorized as Level 2 in the hierarchy. Other securities that are categorized as Level 2 in the hierarchy include, but are not

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NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023

limited to, warrants that do not trade on an exchange, securities valued at the mean between the last reported bid and ask quotation and international equity securities valued by an independent third party with adjustments for changes in value between the time that the securities' respective local market closes and the close of the U.S. market.

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

The aggregate value by input level, as of June 30, 2023, for the Fund's investments is included at the end of the Fund's Schedule of Investments.

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

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

Federal Taxes – The Fund intends to continue to qualify each year as a regulated investment company under Subchapter M of Chapter 1, Subtitle A, of the Internal Revenue Code of 1986, as amended ("Code"), and to distribute all of its taxable income to shareholders. In addition, by distributing in each calendar year substantially all of its net investment income and capital gains, if any, the Fund will not be subject to a federal excise tax. Therefore, no federal income or excise tax provision is required. The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expense in the Statement of Operations. During the period, the Fund did not incur any interest penalties. The Fund files a U.S. federal income and excise tax return as required. The Fund's federal income tax returns are subject to examination by the Internal Revenue Service for a period of three fiscal years after they are filed. As of June 30, 2023, there are no uncertain tax positions that would require financial statement recognition, de-recognition or disclosure.

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

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

Note 3. Fees and Expenses

Investment Advisor – Spears Abacus Advisors LLC (the "Advisor") is the investment advisor to the Fund. Pursuant to an investment advisory agreement, the Advisor receives an advisory fee, payable monthly, from the Fund at an annual rate of 0.75% of the Fund's average daily net assets.

Distribution – Foreside Fund Services, LLC, a wholly owned subsidiary of Foreside Financial Group, LLC (dba ACA Group) (the "Distributor"), acts as the agent of the Trust in connection with the continuous offering of shares of the Fund. The Distributor is not affiliated with the Advisor or Atlantic Fund Administration, LLC, a wholly owned subsidiary of Apex US Holdings LLC (d/b/a Apex Fund Services) ("Apex") or their affiliates. The Fund has adopted a distribution plan in accordance with Rule 12b-1 of the Act. The

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NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023

Fund may pay the Distributor and/or any other entity as authorized by the Board a fee up to 0.25% of the Fund's average daily net assets. The Fund has suspended payments under its Rule 12b-1 plan until further notice and has not paid any distribution fees to date. The Fund may remove the suspension and make payments under the Rule 12b-1 plan at any time, subject to Board approval.

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

Trustees and Officers – Each Independent Trustee's annual retainer is \$45,000 (\$55,000 for the Chairman). The Audit Committee Chairman receives an additional \$2,000 annually. The Trustees and the Chairman may receive additional fees for special Board meetings. Each Trustee is also reimbursed for all reasonable out-of-pocket expenses incurred in connection with his or her duties as a Trustee, including travel and related expenses incurred in attending Board meetings. The amount of Trustees' fees attributable to the Fund is disclosed in the Statement of Operations. Certain officers of the Trust are also officers or employees of the above named service providers, and during their terms of office received no compensation from the Fund.

Note 4. Expense Reimbursement and Fees Waived

The Advisor has contractually agreed to waive its fee and/or reimburse Fund expenses to limit Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement (excluding taxes, interest, portfolio transaction expenses and extraordinary expenses) to 0.99% of the Fund's average daily net assets through April 30, 2024 (the "Expense Cap").

The Advisor may recoup from the Fund fees waived and expenses reimbursed by the Advisor pursuant to the Expense Cap if the recoupment is made within three years of the fee waiver or expense reimbursement and does not cause the Total Annual Fund Operating Expenses After Fee Waiver and/or Expense Reimbursement (i.e., after the recoupment has been taken into account) to exceed the lesser of (i) the then-current Expense Cap and (ii) the Expense Cap in place at the time the fees/expenses were waived/reimbursed. As of June 30, 2023, \$3,191 is subject to recapture by the Advisor. Refer to the Statement of Operations to see what was recouped during the period.

Note 5. Security Transactions

The cost of purchases and proceeds from sales of investment securities (including maturities), other than short-term investments during the period ended June 30, 2023 totaled \$7,681,605 and \$11,043,472, respectively.

Note 6. Federal Income Tax

As of June 30, 2023, the cost of investments for federal income tax purposes is substantially the same as for financial statement purposes, and the components of net unrealized appreciation were as follows:

Gross Unrealized Appreciation	\$	82,271,093
Gross Unrealized Depreciation		(43,110)
Net Unrealized Appreciation	\$	<u>82,227,983</u>

As of December 31, 2022, distributable earnings on a tax basis were as follows:

Undistributed Ordinary Income	\$	1,933
Capital and Other Losses		(241,021)
Unrealized Appreciation		<u>65,556,506</u>
Total	\$	<u>65,317,418</u>

The difference between components of distributable earnings on a tax basis and the amounts reflected in the Statement of Assets and Liabilities are primarily due to post-October losses and wash sales.

For tax purposes, the prior year post-October loss was \$241,021 (realized during the period November 1, 2022 through December 31, 2022). This loss was recognized for tax purposes on the first business day of the Fund's current fiscal year, January 1, 2023.

Note 7. Recent Accounting Pronouncements

In June 2022, the Financial Accounting Standards Board issued Accounting Standards Update 2022-03, which amends Fair Value Measurement (Topic 820); Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions ("ASU 2022-03"). ASU 2022-03 clarifies guidance for fair value measurement of an equity security subject to a contractual sale restriction and establishes new disclosure requirements for such equity securities. ASU 2022-03 is effective for fiscal years beginning after December 15, 2023, and for interim periods within those fiscal years, with early adoption permitted. Management is currently evaluating the impact of these amendments on the financial statements.

Note 8. Subsequent Events

Subsequent events occurring after the date of this report through the date these financial statements were issued have been evaluated for potential impact, and the Fund has had no such events. Management has evaluated the need for additional disclosures and/or adjustments resulting from subsequent events. Based on this evaluation, no additional disclosures or adjustments were required.

Change in Independent Registered Public Accounting Firm

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

The reports of BBD on the financial statements of the Fund as of and for the fiscal years ended December 31, 2022 and December 31, 2021 did not contain an adverse opinion or a disclaimer of opinion, and were not qualified or modified as to uncertainties, audit scope or accounting principles. During the years ended December 31, 2022 and December 31, 2021, and during the subsequent interim period through March 9, 2023, (i) there were no disagreements between the Trust and BBD on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of BBD, would have caused it to make reference to the subject matter of the disagreements in its report on the financial statements of the Fund for such years or interim period, and (ii) there were no “reportable events,” as defined in Item 304(a)(1)(v) of Regulation S-K under the Securities Exchange Act of 1934, as amended.

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

On March 17, 2023, the Audit Committee of the Board also recommended and approved the appointment of Cohen as the Fund’s independent registered public accounting firm for the fiscal year ending December 31, 2023.

During the fiscal years ended December 31, 2022 and December 31, 2021, and during the subsequent interim period through March 17, 2023, neither the Trust, nor anyone acting on its behalf, consulted with Cohen on behalf of the of Fund regarding the application of accounting principles to a specified transaction (either completed or proposed), the type of audit opinion that might be rendered on the Fund’s financial statements, or any matter that was either, (i) the subject of a “disagreement,” as defined in Item 304(a)(1)(iv) of Regulation S-K and the instructions thereto; or (ii) "reportable events," as defined in Item 304(a)(1)(v) of Regulation S-K.

Proxy Voting Information

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to securities held in the Fund’s portfolio is available, without charge and upon request, by calling (866) 684-4915 and on the U.S. Securities and Exchange Commission’s (the “SEC”) website at www.sec.gov. The Fund’s proxy voting record for the most recent twelve-month period ended June 30 is available, without charge and upon request, by calling (866) 684-4915 and on the SEC’s website at www.sec.gov.

Availability of Quarterly Portfolio Schedules

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

Shareholder Expense Example

As a shareholder of the Fund, you incur 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 period and held for the entire period from January 1, 2023 through June 30, 2023.

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

THE BEEHIVE FUND
ADDITIONAL INFORMATION
JUNE 30, 2023

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

Please note that the expenses shown in the table are meant to highlight your ongoing costs only. 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.

	<u>Beginning Account Value January 1, 2023</u>	<u>Ending Account Value June 30, 2023</u>	<u>Expenses Paid During Period*</u>	<u>Annualized Expense Ratio*</u>
Actual	\$ 1,000.00	\$ 1,153.55	\$ 5.23	0.98%
Hypothetical (5% return before expenses)	\$ 1,000.00	\$ 1,019.93	\$ 4.91	0.98%

* Expenses are equal to the Fund’s annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half-year (181) divided by 365 to reflect the half-year period.

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

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