# Hand Composite Employee Benefit Trust GlobeFlex ACWI Ex-U.S. Equity CIF

**Independent Auditor's Report and Financial Statements** 

December 31, 2023

**December 31, 2023** 

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#### **Independent Auditor's Report**

To the Unitholders and Board of Directors Hand Composite Employee Benefit Trust Houston, Texas

#### **Opinion**

We have audited the financial statements of the selected fund, GlobeFlex ACWI Ex U.S. Equity CIF, included in the Hand Composite Employee Benefit Trust, which comprise the statement of assets and liabilities, including the schedule of investments, as of December 31, 2023, and the related statement of operations and changes in net assets for the year then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the selected fund, included in the Hand Composite Employee Benefit Trust, as of December 31, 2023, and the results of its operations and the changes in its net assets for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are required to be independent of Hand Composite Employee Benefit Trust and the selected fund and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Hand Composite Employee Benefit Trust and the selected fund's ability to continue as a going concern within one year after the date that these financial statements are available to be issued.

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore, is not a guarantee that an audit conducted in accordance with GAAS will always detect a



To the Unitholders and Board of Directors Hand Composite Employee Benefit Trust Page 2

material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to
  fraud or error, and design and perform audit procedures responsive to those risks. Such
  procedures include examining, on a test basis, evidence regarding the amounts and disclosures
  in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit
  procedures that are appropriate in the circumstances, but not for the purpose of expressing an
  opinion on the effectiveness of Hand Composite Employee Benefit Trust and the selected fund's
  internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Hand Composite Employee Benefit Trust and the selected fund's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

#### Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the selected fund's basic financial statements. The schedule of investment purchases and sales listed in the table of contents is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements as a whole.

FORVIS, LLP

Houston, Texas May 31, 2024

## Statement of Assets and Liabilities – Selected Fund December 31, 2023

	GlobeFlex ACW Ex-U.S. Equity CIF	
Assets		
Investments, at cost	\$ 381,958,975	
Investments, at fair value  Cash denominated in foreign currencies (cost - \$48,561)  Receivable for:	\$ 444,739,167 48,476	
Investment advisor Dividends and interest	60,970 2,703,639	
Total assets	\$ 447,552,252	
Liabilities		
Payable for foreign taxes Accounts payable and accrued liabilities	\$ 2,283 837,043	
Total liabilities	\$ 839,326	
Net assets held for participants: Class R1 Class R3	\$ 374,813,468 71,899,458	
Total net assets held for participants	\$ 446,712,926	
Units outstanding: Class R1 Class R3	24,076,188 6,272,870	
Total units outstanding	30,349,058	
Net asset value per unit:		
Class R1	\$ 15.57	
Class R3	\$ 11.46	

## Schedule of Investments GlobeFlex ACWI Ex-U.S. Equity CIF December 31, 2023

Number of Shares		Cost	F	air Value
Short Term Investments				
8,020,672 BlackRock Liquid Treasury Fund Instl Total Short Term Investments	1.80%	8,020,672 8,020,672	\$	8,020,672 8,020,672
<u>Foreign Stock</u>		<u> </u>		, ,
Australia				
237,511 AGL Energy Ltd		1,546,986		1,536,382
45,806 Altium Ltd		1,049,905		1,464,331
109,625 BlueScope Steel Ltd		1,492,057		1,750,381
350,029 Insurance Australia Group Ltd		1,125,194		1,351,847
44,205 JB Hi-Fi Ltd		1,331,801		1,599,559
37,249 Pro Medicus Ltd		1,731,678		2,435,697
1,277,637 Qantas Airways Ltd		5,681,073		4,681,542
174,831 QBE Insurance Group Ltd		1,738,324		1,766,773
146,548 Technology One Ltd	1	1,449,165		1,536,954
Total Australia	4.06%	17,146,181		18,123,467
Austria				
29,848 Andritz AG		1,432,463		1,859,598
36,672 Erste Group Bank AG		1,430,362		1,487,922
94,597 Telekom Austria AG		725,721		799,399
Total Austria	0.93%	3,588,546		4,146,919
Belgium				
39,822 Ageas SA/NV		1,690,245		1,729,222
Total Belgium	0.39%	1,690,245		1,729,222
Brazil				
748,900.00 Caixa Seguridade Participações		1,677,290		1,988,803
206,400.00 Petroleo Brasileiro SA		1,600,272		1,656,265
168,400.00 Telefonica Brasil SA		1,679,535		1,852,622
508,300.00 TIM SA/Brazil		1,470,677		1,876,198
Total Brazil	1.65%	6,427,774		7,373,888
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Number of Shares	Cost	Fair Value
Canada		
Canaaa		
113,500 Air Canada Vtg and Var Vtg \$	1,694,212	\$ 1,608,763
109,331 Alimentation Couche-Tard Inc	3,514,173	6,469,815
25,400 Canadian Natural Resources Ltd	1,695,536	1,672,208
15,700 CGI Inc Cl A Sub Vtg	1,428,891	1,690,137
18,877 Descartes Sys Group Inc	1,524,900	1,593,794
25,579 Dollarama Inc	1,553,828	1,852,373
68,700 Enerplus Corp	1,263,081	1,058,165
2,303 Fairfax Financial Holdings Ltd Sub-Vtg	1,514,280	2,135,174
323,323 Kinross Gold Corp	1,622,508	1,966,518
26,319 Magna Intl Inc	1,564,527	1,562,653
17,723 National Bank of Canada	1,363,204	1,357,518
35,500 Open Text Corporation	1,461,377	1,499,314
52,600 Parkland Corp	1,647,809	1,703,736
74,100 Quebecor Inc Cl B Sub-Vtg	1,707,931	1,771,297
37,180 Royal Bank of Canada	3,206,395	3,778,341
21,087 Toronto Dominion Bank New	1,319,479	1,369,232
Total Canada 7.41%	28,082,131	33,089,037
China		
2,936,000 Aluminum Corp of China Ltd HK/02600	1,720,989	1,466,393
992,000 Bairong Inc HK/06608	1,744,759	1,717,584
51,500 BYD Co Ltd HK/01211	1,643,340	1,414,040
366,000 BYD Electronic International C HK/00285	1,699,010	1,715,504
579,000 Haidilao International Holding HK/06862	1,504,690	1,078,134
1,425,600 JD Logistics Inc HK/02618	1,678,915	1,785,526
526,100 Kuaishou Technology HK/01024	4,308,636	3,567,499
79,900 NetEase Inc HK/09999	1,624,891	1,438,672
10,150,563 PetroChina Co Ltd HK/00857	4,483,302	6,707,635
729,500 Sinotruk Hong Kong Ltd HK/03808	1,561,436	1,431,244
555,318 Yadea Group Holdings Ltd HK/01585	1,099,665	975,721
Total China 5.22%	23,069,633	23,297,951
Czech Repulic		
369,300 Moneta Money Bank AS	1,229,745	1,546,626
Total Czech Republic 0.35%	1,229,745	1,546,626

Number of			
Shares		Cost	Fair Value
Denmark			
6,627 DSV A/S	\$	1,110,222	\$ 1,164,182
276,775 H. Lundbeck A/S		1,462,743	1,343,610
62,689 Novo Nordisk A/S		2,171,124	6,485,021
27,679 Sydbank AA		1,449,798	1,204,228
65,412 Tryg A/S		1,425,426	1,423,907
Total Denmark	2.60%	7,619,313	11,620,948
Finland			
160,040 Wartsila Oyj ABP		1,964,051	2,320,345
Total Finland	0.52%	1,964,051	2,320,345
France			
98,505 Engie SA		1,714,660	1,732,094
67,405 Forvia SE		1,584,400	1,520,451
13,649 Gaztransport Et Technigaz SA		1,682,533	1,807,776
70,007 Rexel SA		1,441,100	1,915,544
11,017 Safran SA		1,261,606	1,940,617
10,717 Schneider Electric SE		1,007,893	2,152,009
148,483 STMicroelectronics NV		5,263,020	7,421,164
49,918 Ubisoft Entertainment SA		1,482,328	1,274,330
115,522 Valeo SE		2,242,686	1,775,712
129,151 Vallourec SACA		1,667,295	2,000,900
Total France	5.27%	19,347,520	23,540,597
Germany			
83,196 Deutsche Post AG		3,829,887	4,122,285
343,493 Deutsche Telekom AG		5,377,111	8,252,810
31,290 GEAGroup AG		1,511,657	1,302,736
6,728 Hannover Rueck SE		1,058,490	1,607,560
11,342 Krones AG		1,073,392	1,400,736
35,893 Merck KGaA		4,618,647	5,713,450
26,097 Scout24 SE		1,751,003	1,849,608
11,929 Siemens AG		2,021,110	2,239,099
25,123 SMA Solar Technology AG		1,739,686	1,680,391
Total Germany	6.31%	22,980,983	28,168,674

Number of Shares		Cost	Fair Value
Hong Kong			
1,630,000 Cathay Pacific Airways Ltd HK/00293	\$	1,688,859	\$ 1,703,364
76,800 Hong Kong Exchanges & Clearing HK/00388		3,259,019	2,635,880
1,407,321 Kunlun Energy Co Ltd HK/00135		1,035,905	1,268,807
1,606,000 United Laboratories Internatio HK/03933		1,744,500	1,441,761
Total Hong Kong	1.58%	7,728,283	7,049,811
Hungary			
42,302.000 OTP Bank Nyrt		1,695,187	1,931,679
Total Hungary	0.43%	1,695,187	1,931,679
India			
27,750 ABB India Ltd		1,129,469	1,558,962
30,792 Alkem Laboratories Ltd		1,776,203	1,925,144
136,204 Aurobindo Pharma Ltd		1,673,486	1,774,288
122,584 Axis Bank Ltd		1,135,612	1,623,822
23,512 Dr Reddy's Laboratories Ltd		1,662,097	1,638,194
157,692 Hindustan Aeronautics Ltd		1,558,195	5,313,646
750,891 Indus Towers Ltd		1,504,070	1,796,156
517,758 JK Tyre & Industries Ltd		1,117,030	2,478,232
144,352 Lupin Ltd		1,957,856	2,294,939
1,437,356 Tata Motors Ltd		4,816,405	8,969,900
222,257 Zydus Lifesciences Ltd		1,234,097	1,840,796
Total India	6.58%	19,564,519	31,214,078
Indonesia			
2,336,366 Astra International Tbk Pt		1,028,613	857,344
2,375,100 Bank Central Asia Tbk Pt		1,313,912	1,450,025
1,897,700 Indofood Cbp Sukses Makmur Tbk		1,445,983	1,303,388
Total Indonesia	0.81%	3,788,507	3,610,757
Ireland			
13,422 Icon PLC		2,382,491	3,799,365
Total Ireland	0.85%	2,382,491	3,799,365
Italy			
810,117 A2A SPA		1,714,021	1,663,611

Number of Shares		Cost	Fair Value
Italy (Continued)			
145,943 Banca Mediolanum SPA	\$	1,447,624	\$ 1,375,817
81,666 FinecoBank Banca Fineco SPA		1,321,026	1,225,535
42,353 Prysmian Spa		1,234,975	1,926,148
Total Italy	1.39%	5,717,646	6,191,111
Japan			
453,400 Astellas Pharma Inc		7,303,138	5,422,276
13,100 Daito Trust Construction Co Lt		1,133,806	1,519,258
33,700 GMO Payment Gateway Inc		1,567,412	2,342,124
26,000 Hitachi Ltd		1,471,104	1,875,585
100,700 Kansai Paint Co Ltd		1,518,819	1,720,714
507,700 Konica Minolta Inc		1,714,873	1,486,584
63,500 Makita Corp		1,614,242	1,752,128
162,300 Mazda Motor Corp		1,717,412	1,753,895
65,300 Nomura Real Estate Holdings In		1,237,852	1,717,958
33,000 Ono Pharmaceutical Co Ltd		1,014,565	588,935
144,700 Otsuka Holdings Co Ltd		5,576,376	5,428,560
63,800 Recruit Holdings Co Ltd		1,993,883	2,698,535
427,400 Renesas Electronics Corp		4,106,942	7,727,640
158,800 Santen Pharmaceutical Co Ltd		1,441,525	1,582,593
30,300 Shionogi & Co Ltd		1,457,209	1,461,054
121,500 Skylark Holdings Co Ltd		1,678,429	1,779,667
31,800 Sompo Holdings Inc		1,494,020	1,555,489
208,000 Takeda Pharmaceutical Co Ltd		6,543,341	5,981,217
359,600 Tokyu Fudosan Holdings Corp		2,047,118	2,299,216
79,200 Yokogawa Electric Corp		1,513,168	1,510,631
Total Japan	11.69%	48,145,236	52,204,058
Jordan			
171,095 Hikma Pharmaceuticals PLC		4,531,449	3,902,022
Total Jordan	0.87%	4,531,449	3,902,022
Mexico			
206,584 Coca-Cola Femsa SAB de CV		875,269	1,966,845
142,300 Fomento Economico Mexicano SAB		1,479,468	1,860,921
54,650 Grupo Aeroportuario del Surest		1,271,317	1,610,311
Total Mexico	1.22%	3,626,053	5,438,076
I OTAL INICATED	1.22/0	3,020,033	3,430,070

Number of Shares	Cost	Fair Value
Netherlands		
2,284 ASML Holding NV	\$ 1,468,396	\$ 1,719,943
1,173,717 Koninklijke KPN NV	3,024,946	4,042,632
82,487 Stellantis NV	1,045,616	
Total Netherlands	1.72% 5,538,958	7,689,292
New Zealand		
412,589 Spark New Zealand Ltd	1,371,150	1,353,175
106,747 Xero Ltd	6,351,462	
Total New Zeland	2.13% 7,722,612	9,532,974
Norway		
489,879 Aker Solutions Asa	1,452,829	2,026,913
Total Norway	0.45% 1,452,829	
Phillippines		
625,460 BDO UniBank Inc	1,438,313	1,473,99
428,400 International Container Termin	1,778,470	1,909,33
Total Philippines	0.76% 3,216,783	3,383,32
Singapore		
43,600 DBS Group Holdings Ltd	1,022,815	1,104,29
695,562 Oversea-Chinese Banking Corp L	5,984,165	6,854,90
228,300 Singapore Exchange Ltd	1,636,792	
Total Singapore	2.16% 8,643,771	9,660,50
South Africa		
269,994.000 Standard Bank Group Ltd	2,701,016	3,072,358
189,572.000 Vodacom Group Ltd	1,381,287	
383,660.000 Woolworths Holdings Ltd/south	1,419,280	1,514,710
Total South Africa	1.27% 5,501,583	5,685,880
South Korea		
31,619 Doosan Bobcat Inc	1,463,614	1,237,362
7,663 Hanmi Pharm Co Ltd	1,809,011	

Number of Shares		Cost	F	air Value
Citation		3001	-	un valuo
South Korea (Continued)				
6,641 Hyundai Mobis Co Ltd	\$	1,163,493	\$	1,222,080
15,246 JYP Entertainment Corp		1,500,532		1,199,177
17,879 KIA Corp		1,070,515		1,388,229
Total South Korea	1.60%	7,007,166		7,144,223
Spain				
57,536 Amadeus It Group SA		4,213,237		4,123,587
119,823 Grifols SA		1,782,740		2,045,662
115,502 Indra Sistemas SA		1,446,955		1,786,250
39,308 Industria de Diseno Textil SA		1,489,134		1,712,113
Total Spain	2.16%	8,932,066		9,667,612
Sweden				
79,317 Addtech AB		1,436,755		1,742,513
367,628 Atlas Copco AB		3,872,306		5,449,935
132,754 Betsson AB		1,548,826		1,429,254
391,397 Scandic Hotels Group AB		1,264,976		1,802,830
82,800 Swedbank AB		1,263,491		1,670,321
Total Sweden	2.71%	9,386,354		12,094,852
Switzerland				
34,189 Avolta AG		1,333,496		1,343,756
172,191 Coca-Cola Hbc AG		5,158,487		5,059,684
19,234 Galenica AG		1,364,416		1,662,536
20,792 Logitech International SA		1,660,339		1,970,380
28,423 Novartis AG		2,295,060		2,866,108
13,736 Schindler Holding AG		3,011,304		3,343,367
71,110 Swiss Re AG		7,422,507		7,989,261
19,886 Temenos AG		1,732,674		1,848,135
Total Switzerland	5.84%	23,978,283		26,083,227
Taiwan				
59,000 Mediatek Inc		1,662,837		1,951,255
67,501 Taiwan Semiconductor Manufacturer		1,097,977		1,304,250
390,614 Wowprime Corp		3,442,171		3,175,517
Total Taiwan	1.44%	6,202,985		6,431,022

Number of Shares		Cost	F	air Value
Officios		0031		an value
Thailand				
1,259,600 Minor International PCL	\$	1,129,844	\$	1,088,646
1,077,100 Thanachart Capital PCL	Ψ	1,445,654	Ψ	1,562,043
Total Thailand	0.59%	2,575,498	1	2,650,689
T I				
Turkey				
93,407 Coca-Cola Icecek AS		600,795		1,661,996
670,806 Deva Holding AS		1,803,244		1,715,968
79,779 Ford Otomotiv Sanayi AS		831,583		1,997,581
442,196 Mavi Giyim Sanayi ve Ticaret A		1,601,530		1,744,289
165,855 Migros Ticaret AS		1,490,083		1,881,270
329,475 MLP Saglik Hizmetleri AS		1,622,352		1,662,212
180,119 Tofas Turk Otomobil Fabrikasi		1,688,201		1,280,727
55,785 Turk Traktor ve Ziraat Makinel		1,618,417		1,344,854
Total Turkey	2.97%	11,256,204		13,288,897
United Arab Emirates				
799,498 Emaar Properties PJSC		1,669,231		1,724,055
Total United Arab Emirates	0.39%	1,669,231		1,724,055
United Kingdom				
20.272 A.L. 1.C. DV.C.		1.766.976		2.741.525
39,373 Ashtead Group PLC		1,766,876		2,741,525
558,345 BAE Systems PLC		3,658,853		7,904,297
179,987 Beazley PLC		1,343,655		1,197,716
3,379,489 Centrica PLC		3,535,932		6,059,445
272,193 Chemring Group PLC		1,161,083		1,216,206
20,848 Coca-Cola Europacific Partners		1,129,384		1,391,396
155,825 Compass Group PLC		3,354,384		4,262,937
339,214 Darktrace PLC		1,633,196		1,585,721
177,230 Drax Group PLC		733,393		1,106,393
88,207 GSK PLC		1,655,087		1,630,696
250,430 IG Group Holdings PLC		2,865,976		2,443,845
142,317 Inchcape PLC		1,257,844		1,298,101
167,767 Informa PLC		1,611,201		1,670,748
86,585 Intermediate Capital Group PLC		1,763,280		1,854,912
906,523 International Consolidated Air		1,725,283		1,783,477

lumber of Shares			Cost	Fair Value
	United Kingdom (Continued)			
619,522 Marks & Spence	r Group PLC	\$	1,784,476	\$ 2,151,324
174,486 PageGroup PLC			1,460,042	1,083,257
318,532 QinetiQ Group P	LC		1,496,267	1,254,740
543,226 Serco Group PLO			1,239,312	1,122,550
71,252 Weir Group PLC			1,698,124	1,713,547
172,694 Wise PLC			1,762,311	1,924,114
	Total United Kingdom	10.61%	38,635,959	47,396,944
	Total Foreign Stock	96.91%	372,045,772	434,759,049
	<u>Preferred Securities</u>			
	BRAZIL			
1,350,100 Marcopolo SA			1,892,531	1,959,446
•	Total Brazil	0.44%	1,892,531	1,959,446
	Total Preferred Securities	0.44%	1,892,531	1,959,446
	Total Investments	99.15% \$	381,958,975	\$ 444,739,167

#### Statement of Operations – Selected Fund Year Ended December 31, 2023

	GlobeFlex ACWI Ex-U.S. Equity CIF
Income	
Interest	\$ 377,164
Dividends (net of foreign taxes \$1,063,435)	13,253,410
Total income	13,630,574
Expenses	
Investment management and administrative	208,086
Custody fees	285,187
Audit fees	8,751
Other	13,787
Performance fees - Class R1	2,206,172
Class R1 expenses	697,945
Class R3 expenses	387,681
Total expenses before reimbursement of fees	3,807,609
Reimbursement of fees	(374,144)
Net expenses	3,433,465
Net Investment Income	10,197,109
Net Realized Gains (Losses) on Investments and Foreign Currency	
Net realized gains on investments	22,304,732
Net realized losses on foreign currency transactions	(7,415,794)
Net realized losses on foreign currency forward exchange contracts	(1,200,703)
Net realized gains on investments and foreign currency	13,688,235
Change in Unrealized Appreciation/Depreciation on Investments and Foreign Currency	
Change in unrealized appreciation/depreciation on investments	31,717,050
Change in unrealized appreciation/depreciation on foreign currency	(48)
Change in unrealized appreciation/depreciation on investments	
and foreign currency	31,717,002
Net realized and unrealized gains on investments and foreign currency	45,405,237
Net Increase in Net Assets Resulting From Operations	\$ 55,602,346

#### Statement of Changes in Net Assets – Selected Fund Year Ended December 31, 2023

	GlobeFlex ACWI Ex-U.S. Equity CIF		
Operations			
Net investment income	\$	10,197,109	
Net realized gains		13,688,235	
Change in unrealized appreciation/depreciation		31,717,002	
Net increase in net assets from operations		55,602,346	
Increase in Net Assets Held for Participants		55,602,346	
Net Assets Held for Participants			
Beginning of year		391,110,580	
End of year	\$	446,712,926	

## Notes to Financial Statements December 31, 2023

#### Note 1: Nature of Operations and Summary of Significant Accounting Policies

#### **Nature of Operations**

Hand Composite Employee Benefit Trust ("HB&T" or "the Trust") was created in order to provide broad and uniform diversification programs for pension and profit-sharing plans which, having complied with the requirements of the Internal Revenue Code (the IRC), are exempt from taxation under the provisions of the IRC. The Trust is comprised of 76 portfolios (the Funds); the financial statements of one of these funds is included in this report.

For those funds with more than one class of units, each class has equal rights as to earnings and assets except that each class bears different distribution, shareholder servicing, and transfer-agent expenses. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of units based on its relative net assets.

The funds may have available share classes that are not presented on the financial statements, as these classes do not have any participants at the end of the year. Activity within these share classes during the year is presented within the respective footnote disclosures, as applicable. As of December 31, 2023, the following inactive classes have been excluded from the financial statement presentation: class R2.

#### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of investment income and expenses during the reporting period. Actual results could differ from those estimates.

#### Investment Valuation

All investments in securities are recorded at their estimated fair value. Transfers in and out of Level 1 (quoted market prices), Level 2 (significant other observable inputs), and Level 3 (significant unobservable inputs) are recognized on the period ending date.

#### Investment Transactions

Investment transactions are accounted for on trade date. Realized gains and losses from investment transactions and unrealized appreciation or depreciation of investments are reported on the identified cost basis.

## Notes to Financial Statements December 31, 2023

#### Foreign Currency

Investment securities and other assets and liabilities denominated in, or expected to settle in, foreign currencies are translated into U.S. dollar amounts at the date of valuation. Purchases and sales of investment securities and income and expense items denominated in foreign currencies are translated into U.S. dollar amounts on the respective dates of such transactions.

The Fund isolates that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held.

Reported net realized foreign exchange gains or losses arise from sales of portfolio securities, sales and maturities of short-term securities, sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions and the difference between the amounts of dividends, interest and foreign withholding taxes recorded on the Fund's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the values of assets and liabilities, including investments in securities at December 31, 2023, resulting from changes in the exchange rates.

#### Foreign Currency Forward Exchange Contracts

The Fund may enter into foreign currency forward exchange contracts primarily to hedge against foreign currency exchange rate risks on its non-U.S. dollar denominated investment securities. When entering into a forward currency contract, the Fund agrees to receive or deliver a fixed quantity of foreign currency for an agreed-upon price on an agreed future date. The Fund's net equity therein, representing unrealized gain or loss on the contracts, as measured by the difference between the forward foreign exchange rates at the dates of entry into the contracts and the forward rates at the reporting date, is included in the statement of assets and liabilities. Realized and unrealized gains and losses are included in the statement of operations. These instruments involve market risk, credit risk or both kinds of risks in excess of the amount recognized in the statement of assets and liabilities. Risks arise from the possible inability of counterparties to meet the terms of their contracts and movement in currency and securities values and interest rates.

#### Investment Income and Distribution of Income

Dividend income less foreign taxes withheld, if any, is recorded on the ex-dividend date and interest income is recorded on the accrual basis. Investment income is allocated ratably on the valuation dates among all participants. No distributions are made to participants in the Fund until units owned are redeemed, at which time the market value of redeemed units is distributed. Investment income and realized gains (if any) earned by the Fund are reinvested, thereby increasing the respective unit values.

## Notes to Financial Statements December 31, 2023

#### Valuation of Participants' Interest

Units of participation may be purchased or redeemed on the valuation dates at the fair value per unit on such valuation dates. The Fund is valued daily.

#### Federal Income Taxes

The Fund complies with the requirements under Section 501(a) of the IRC and apportions all of its taxable income to its participants. Therefore, no federal income tax provision is required.

#### Subsequent Events

Subsequent events have been evaluated through May 31, 2024, which is the date the financial statements were available to be issued.

#### Investment Management Advisor

The investment management advisor for the Fund is GlobeFlex Capital, L.P.

#### Note 2: Investment Advisory Fees and Other Transactions with Affiliates

The Fund is charged an administrative fee by HB&T for trustee/administrative services (fund accounting services, transfer agency services, trustee services, etc.). The Fund also entered into investment advisory and service agreements with a third-party advisor. These fees compensate the advisor for the services it provides and for expenses borne by the advisor under the agreement, as shown on the Statement of Operations.

During the year ended December 31, 2023, the investment advisor voluntarily reimbursed the Fund for a portion of its expenses.

The following table indicates the fees charged to the Fund and the various classes of units within the Fund (as a percentage of net assets). These charges are calculated using the Fund's average daily net assets:

Fund	Trustee/ Administrative Fees	Investment Advisory Fees	Custody Fees	Total Fees	
GlobeFlex ACWI Ex-U.S. Equity CIF:					
Class R1	0.05%	0.20%	0.06%	0.31%	
Class R3	0.06%	0.60%	0.06%	0.72%	

## Notes to Financial Statements December 31, 2023

#### Note 3: Financial Highlights

	GlobeFlex ACWI Ex-U.S. Equity CIF				
	Cl	ass R1	Class R3		
Net asset value, beginning of year	\$	13.65	\$	10.01	
Net investment income		0.34		0.39	
Net realized and unrealized gains		1.58		1.06	
Net increase from investment operations		1.92		1.45	
Net asset value, end of year	\$	15.57	\$	11.46	
Total return		14.07%		14.49%	
Ratio to average net assets:					
Net investment income		2.33%		3.58%	
Expenses without reimbursement		0.93%		0.73%	
Expenses with reimbursement		0.83%		0.73%	

#### Note 4: Participant Unit Transactions

No participant unit transactions for any classes in 2023.

#### Note 5: Disclosures About Fair Value of Financial Instruments

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. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- **Level 1:** Quoted prices in active markets for identical assets or liabilities that the Fund can access at the measurement date.
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- **Level 3:** Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

## Notes to Financial Statements December 31, 2023

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying statement of assets and liabilities, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended December 31, 2023.

**Short Term Investments.** Short term investments, including money market funds for which market quotations are readily available, are valued at the last reported sales price or official closing price, as reported by an independent pricing service on the primary market or exchange on which they are traded, and are categorized as Level 1 in the hierarchy.

Foreign Stock and Preferred Securities. Securities traded on a national securities exchange (or reported on the NASDAQ national market) are valued at the last reported sales price or official closing price as reported by an independent pricing service on the primary market or exchange on which they are traded and are categorized as Level 1 in the hierarchy. Certain foreign securities may be fair valued using a pricing service that considers the correlation of the trading patterns of the foreign security to the intraday trading in the U.S. markets for investments, such as American Depository Receipts and the movement of certain indexes of securities based on a statistical analysis of the historical relationship and are categorized as either Level 1 or 2 of the hierarchy.

The following table presents the fair value measurements of assets recognized in the accompanying statement of assets and liabilities measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2023.

	Fair Value		Prices in Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)	
GlobeFlex ACWI Ex-U.S. Equity CIF Short Term Investment	\$	8,020,672	\$	8,020,672	\$	_	\$	_
Foreign Stock Preferred Securities		434,759,049 1,959,446		434,759,049 1,959,446		- -		- -
Total	\$	444,739,167	\$	444,739,167	\$	0	\$	0

## Notes to Financial Statements December 31, 2023

#### Note 6: Risk Factors

#### Investment Securities Risk

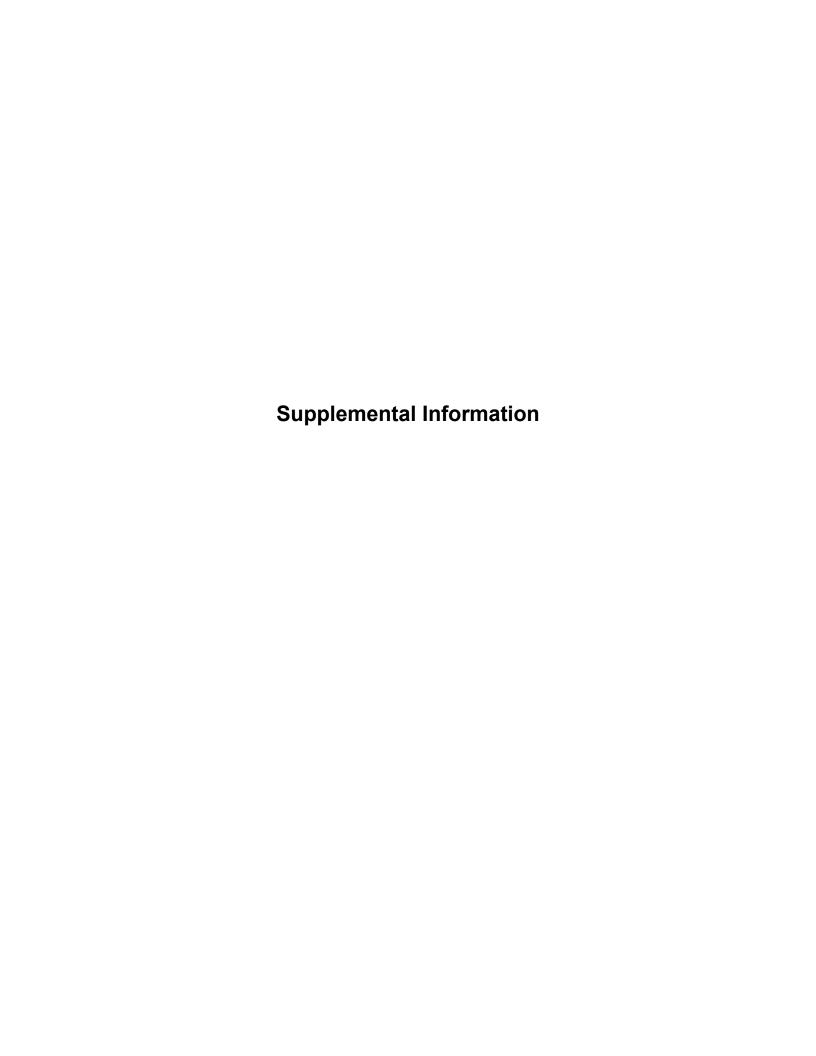
The Fund invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the accompanying statement of assets and liabilities.

#### Foreign Securities Risk

Securities traded in foreign markets have often (though not always) performed differently from securities traded in the United States. However, such investments often involve special risks not present in U.S. investments that can increase the chances that the Fund will lose money. In particular, the Fund is subject to the risk that because there may be fewer investors on foreign exchanges and a smaller number of securities traded each day, it may be more difficult for the Fund to buy and sell securities on those exchanges. In addition, prices of foreign securities may go up and down more than prices of securities traded in the United States.

#### **Currency Risk**

Securities and other instruments in which the Fund invests may be denominated or quoted in currencies other than the U.S. dollar. Changes in foreign currency exchange rates may affect the value of the Fund's portfolio. Because the Fund's assets are primarily invested in securities of foreign countries, the U.S. dollar equivalent of the Fund's net assets would be adversely affected by reductions in the value of the foreign currencies relative to the U.S. dollar. For this reason, changes in foreign currency exchange rates can affect the value of the Fund's portfolio. Generally, when the U.S. dollar rises in value against a foreign currency, a security denominated in that currency loses value because the currency is worth fewer U.S. dollars. Conversely, when the U.S. dollar decreases in value against a foreign currency, a security denominated in that currency gains value because the currency is worth more U.S. dollars. This risk, generally known as "currency risk," means that a strong U.S. dollar may reduce returns for U.S. investors in foreign stocks, while a weak U.S. dollar may increase those returns.



#### Schedule of Investment Purchases and Sales – Selected Fund GlobeFlex ACWI Ex-U.S. Equity CIF Year Ended December 31, 2023

#### **Purchases**

Investment Class	Cost			
Foreign Stock Preferred Securities	\$	287,119,831 1,892,531		
Total Investments Purchased	\$	289,012,362		

#### Sales

Investment Class	Proceeds		Cost	Gains (Losses)		
Foreign Stock Preferred Securities	\$	284,737,296 4,505,718	\$ 262,127,405 4,810,877	\$	22,609,891 (305,159)	
Total Investments Sold	\$	289,243,014	\$ 266,938,282	\$	22,304,732	