

### About The Manager

Fiduciary Management Inc. (FMI), founded in 1980, is an independent money management firm based in Milwaukee, Wisconsin. We have one investment team, philosophy and process that manifests itself in four equity strategies (US Small Cap since 1980, US Large Cap since 2000, US All Cap since 2007, and International Equity since 2010). Over the years, we have selectively added research professionals to the firm, and have trained them in our philosophy.

### Portfolio Objective and Philosophy

We take a “private equity” approach to investing, which means we approach the valuation of each potential investment as if we were to purchase the company or business outright. Our goal is to invest in companies that have a solid business franchise, but are trading below the true economic value of the business. Our value orientation normally leads us to stocks that suffer from controversy, misunderstanding or some other fundamental issue. Our research attempts to determine whether these problems are temporary or permanent. FMI’s holding period is long term (three to five years), which gives time for the uncertainty to lift or the problems to ameliorate.

### Idea Generation

The FMI All Cap portfolio typically holds 35 - 45 companies. The portfolio turnover is low, so in a given calendar year we will typically purchase 10 to 12 new companies. A new idea will come from a variety of sources including company visits, conferences, trade periodicals, and company screens. The universe of stocks have market caps of \$500 Million or higher. All securities must be U.S. listed (includes ADR’s) and conform to U.S. GAAP. Some of the initial considerations include:

- Is this a good business?
- Does the company fit FMI’s valuation discipline?
- Does the firm earn its cost of capital through a cycle?
- Is there anything about the company or stock that would cause them to dismiss it?
  - Management Reputation
  - Ownership Structure (e.g., Dual Class of Stock)

All new ideas are generated by the research team, which is headed by the Chief Investment Officer and the Director of Research, and includes six other key individuals. Initially, before serious research is conducted, potential ideas are discussed and vetted among the CIO, Director of Research and analysts. If the initial review of a company is promising, then the in-depth research begins.

### Research Process

The three primary areas the analyst focuses on when evaluating a company are: 1) Business Model Evaluation, 2) Valuation and 3) Company Management Assessment. The following is a sample list of key issues we need to have answered as part of the research on a company:

### Is this company a Good Business?

- Durable...Tough to Replicate
- Recurring Revenue and/or modestly priced products/services
- Attractive Return on Invested Capital (ROIC) Prospects
- Understandable Business
- Reasonable ability to control destiny (cost, regulations, etc.)
- Solid Balance Sheet

### Is the company trading at a Reasonable Valuation?

- Price relative to balance sheet metrics
- Valuation relative to ROIC
- Relative Valuation to Historical Metrics
  - (Price/Earnings, Price/Cash Flow, Price/Sales)
- Stock Price < Intrinsic Value

### Assess Company Management

- Capable Management Team
  - Smart Strategic Decisions

### Acquisition Activity

- Ownership Structure
  - Compensation Policy
  - Shareholder-Oriented

The analyst determines which valuation metrics are most appropriate for this company (EV/EBITDA, Price/Sales, Price/Book, Price/Earnings). If historical valuation comparisons are relevant (meaning the nature of the company's business has not changed significantly over time), we will analyze how a company has traded relative to its peers (and the Russell 3000) over a 10-year timeframe (or longer). If the historical valuation analysis is not relevant, we will use a sum of the parts analysis and/or private and public transaction data to help in our valuation assessment. For example, a sum of the parts methodology or private/public transaction data may assume a greater importance when the company's business model has changed significantly or the makeup of the business has varied to such a degree that historical comparisons become less meaningful. If the valuation of a company's stock is low, relative to our future estimate of profitability, the stock is undervalued, and we have a potential candidate for purchase.

### **Return on Invested Capital (ROIC) Model**

Amongst many tools we utilized to evaluate a company is a ROIC analysis. This is used to determine if a company is generating a return that is higher than the cost of its capital, and therefore, adding value to shareholders. We will review 10 years (or more) of SEC filings and company reports to look for items that impact both the NOPAT and the invested capital base of a company. For example, a write-off due to a bad acquisition may trigger a red flag. The analyst will then evaluate the basis of the write-off and determine whether a portion should be added back to the firm's capital base in order to get a more reliable picture of the company's ROIC over time. The purpose of the ROIC analysis is to determine not only the true ROIC in the business, but also the incremental ROIC. Our goal is to find companies that can generate a positive spread over the cost of capital through a full business cycle.

## **Purchase Decision**

A new company is written up in a detailed report that incorporates a series of questions that FMI uses as a framework for all of our research reports. This report is distributed among the Portfolio Management Committee members for review and comment. The Portfolio Management Committee and partners meet every Tuesday morning, and the analyst will update the group with how the research is progressing. Anyone may raise issues or concerns during these discussions. When an acceptable level of conviction is achieved, the appropriate weighting (considering liquidity, valuation, etc.) is discussed and determined. Typically, a new company purchased in the All Cap portfolio will have an initial position size between 1% and 3%. The exact weighting is dependent on a variety of factors including the 1) valuation, 2) portfolio fit, and 3) trade implementation. The initial weighting will be determined by the primary analyst and the Chief Investment Officer and/or Director of Research. FMI seeks exposure to a broad range of economic and industry sectors.

## **Sell Decision**

At the time a company is purchased in the portfolio, the analyst will assign a valuation target at which the company should be trimmed or sold from the portfolio. Over time, the majority of our sell decisions have been based on valuation (approximately 70-80%). The other 20-30% of sell decisions is derived from a fundamental change in the business or something that we missed in the original research. FMI does not have an automatic sell rule on a stock decline, though any decline in a stock price is certainly a concern and is reviewed. We will re-underwrite the idea to see if we missed something in our research. In most of the cases, a stock price decline is an opportunity to add to the position.