ClearBridge Investments

Small Cap Value Strategy

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Key Takeaways

- In a change, stocks with at least one indicator of earnings quality — high returns on equity — outperformed.
- Overall the characteristics of the small cap market during the quarter were very similar to the last several quarters: growth continues to crush value.
- If at some point factors such as slower economic growth, spiking debt costs or inflation begin to be discounted in asset values, the narrative will quickly change.

Market Overview and Outlook: Navigating a Consensus-Driven Market

The Small Cap Value Strategy trailed the Russell 2000 Value Index for the quarter ended September 30. Some cyclical areas of the market that the Strategy is underweight, notably some portions of industrials and consumer discretionary, outperformed during the period. We continue to look for opportunities in those sectors. At the same time, names in those sectors such as Textainer and Lithia Motors, respectively, were top contributors. We also lost significant ground from stock selection in health care, which remains a challenge to outperform, given the boom-or-bust nature of small cap stocks in the sector.

Overall the characteristics of the small cap market during the quarter were very similar to the last several quarters: growth continues to crush value. The Russell 2000 Growth Index outperformed the Russell 2000 Value Index by another 460 basis points (bps) in the quarter for a year-to-date lead of 2,542 bps. Based on data from Jefferies, growth stocks are now at the widest spread relative to value stocks since March of 2000. One change was that stocks with at least one indicator of earnings quality — high returns on equity (ROE) — outperformed during the quarter. While it may suggest the market is starting to favor higher-quality companies, it is also worth noting that the bottom two quintiles of ROE also outperformed the Russell 2000. The market continues to favor growth at any price.

Humans tend to form narratives that help explain what is going on in the world around them. One example was a Bloomberg article on October 5 seeking to justify the stock market's move on that day.[1] The narrative offered was that a bigger lead in the polls

[1] A Clear-Cut Biden Win Is Emerging as a Bull Case for Stocks," Bloomberg.com, October 5, 2020.

by Mr. Biden would result in a clear, uncontested election win and therefore "the market" was starting to price in more certainty. While it may be true that the market "likes" certainty, trying to assign cause and effect to a complex adaptive system like the stock market is a fool's errand. If the market had been down that day, we may have read the argument that a Biden presidency would lead to higher taxes, which in turn would be bad for the market. Or maybe the market was up because higher taxes and higher government spending on productive investments would actually be good for the economy?

Over time and with the benefit of hindsight, the reason the market trended up or down may become clearer, but we believe it is extremely difficult to succeed in investing through such simplistic predictions of the future. First, one must predict the event correctly. Next, one must gauge properly what effect that event will have on the market. Finally, one must position one's portfolio to take advantage of it. If those steps sound easy, consider this: If you knew on March 1 that an economic lockdown was coming, that GDP would fall dramatically, that the unemployment rate would more than double from 3.5% in February to 7.9% in September, would you sell your total market fund? Whoops, bad call — the Russell 3000 Index was up close to 15% with dividends reinvested from March 1 to September 30.

Right now, the "winning" narrative in the stock market appears to be that the combination of low interest rates for an extended period of time and monetary and fiscal stimulus will result in better economic outcomes than what is discounted in the prices of stocks. If so, the sectors and industries that have been leading may continue to do so, despite their very lofty valuations. There are several possibilities, however, such as slower economic growth, spiking debt costs, inflation and myriad other things that we may not even know about now. If at some point those factors begin to be discounted in asset values, the narrative will quickly change.

We believe we will achieve better long-term returns by staying focused on finding companies with solid competitive strategies and maintaining our valuation discipline and portfolio diversification, rather than by pursuing themes or narratives. It is difficult to do so when cognitive diversity breaks down to the point it has in this market, but we are sticking to our process.

Portfolio Activity

Special purpose acquisition corporations (SPACs) have been around for decades, but 2020 has seen a surge in SPAC launches as well as private companies going public through SPAC conversion. SPACs are shell companies, usually with a well-known management team, that raise money in an IPO to make acquisitions of

unspecified targets, generally in an industry of management's expertise. Investors in SPACs usually receive warrants in addition to shares at face value, providing an incentive to invest early. Unlike private equity, SPACs usually buy companies with cash only, which they have on hand from their IPOs and may raise in a private investment in public equity (PIPE) at the time of the deal announcement. The owners of the target company may take cash out and/or roll their stake into shares of the public entity after conversion. A company might prefer to sell to a SPAC for a number of reasons, including the ability to raise a large amount of cash for deleveraging; gaining access to the management expertise of the SPAC founders; and converting to a public company more quickly than through the traditional IPO route.

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We assess SPAC deals in the same way we evaluate IPOs and other public company deals. We examine the financials, competitive strategy, management team and valuation. We have participated in these deals this year in different ways: we invested in a newly formed SPAC (energy-focused East Resources) and we bought a PIPE in a SPAC conversion prior to deal announcement, giving us an advantaged deal price via Conyers Park, whose Advantage Solutions business offers sales and marketing services to consumer goods manufacturers and retailers. Both cases have a different investment angle and a different reason why a SPAC was the preferred method, rather than an IPO or other route to liquidity, but our analysis was the same. We believe each was an attractive vehicle for shareholder value creation.

Whether the current spate of SPACs is a bull market phenomenon or a new secularly growing financing vehicle (like private equity, hedge funds and venture funds in the past two decades) is unclear. Like all financial structures it has its advantages and its drawbacks. In the final analysis, we try to determine if the present value of future cash flows to shareholders will exceed the cost of the investment, whatever the financing structure is.

Portfolio Highlights

The ClearBridge Small Cap Value Strategy underperformed its Russell 2000 Value Index benchmark during the third quarter. On an absolute basis, the Strategy had gains in six of 11 sectors in which it was invested for the quarter. The primary contributors to performance were the consumer discretionary, industrials, information technology (IT) and communication services sectors. The financials, health care and energy sectors were the main laggards.

On a relative basis, the Strategy underperformed its benchmark due primarily to sector allocation decisions. Underweights to the consumer discretionary and industrials sectors and stock selection in the health care, consumer staples and energy sectors

detracted the most. Meanwhile, stock selection in the industrials, utilities, communication services and consumer discretionary sectors proved beneficial.

On an individual stock basis, Lithia Motors, K12, Textainer, Aaron's and Everi were the largest contributors to absolute performance in the quarter. The greatest detractors included positions in Akebia Therapeutics, Washington Federal, American Axle & Manufacturing, TriCo Bancshares and Sprouts Farmers Markets.

During the quarter, besides positions discussed above, we initiated positions in First Horizon National in the financials sector, Omnicell and Amarin in the health care sector, Cabot in the materials sector, Century Communities in the consumer discretionary sector and Alexander & Baldwin in the real estate sector. We closed positions in Covetrus and Akebia Therapeutics in the health care sector and IBERIABANK in the financials sector.