

# **THIRD AVENUE**

## MANAGEMENT

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**Third Avenue Value Fund**

**Third Avenue Small-Cap  
Value Fund**

**Third Avenue Real Estate  
Value Fund**

**Third Avenue International  
Value Fund**

FIRST QUARTER REPORT  
JANUARY 31, 2017

## **THIRD AVENUE FUNDS**

### **Privacy Policy**

Third Avenue Funds (the “Funds”) respect your right to privacy. We also know that you expect us to conduct and process your business in an accurate and efficient manner. To do so, we must collect and maintain certain personal information about you. This is the information we collect from you on applications or other forms and from the transactions you make with us, our affiliates, or third parties. We do not disclose any information about you or any of our former customers to anyone, except to our affiliates (which may include the Funds’ affiliated money management entities) and service providers, or as otherwise permitted by law. To protect your personal information, we permit access only by authorized employees. Be assured that we maintain physical, electronic and procedural safeguards that comply with federal standards to guard your personal information.

### **Proxy Voting Policies and Procedures**

The Funds have delegated the voting of proxies relating to their voting securities to the Funds’ investment adviser pursuant to the adviser’s proxy voting guidelines. A description of these proxy voting guidelines and procedures, as well as information relating to how a Fund voted proxies relating to portfolio securities during the most recent 12-month period ended June 30, is available by August 31 each year (i) without charge, upon request, by calling (800) 443-1021, (ii) at the website of the Securities and Exchange Commission (the “SEC”) at <http://www.sec.gov>, and (iii) on the Funds’ website [www.thirdave.com](http://www.thirdave.com).

### **Schedule of Portfolio Holdings—Form N-Q**

The Funds file their complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Funds’ Form N-Q is available on the SEC’s website at <http://www.sec.gov>, and may be reviewed and copied at the SEC’s Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-800-SEC-0330.

## Third Avenue Trust

### Third Avenue Value Fund Portfolio of Investments

at January 31, 2017 (Unaudited)

Principal Amount(\$)	Security†	Value (Note 1)
<b>Corporate Bonds &amp; Notes - 1.29%</b>		
<b>Consumer Products - 1.29%</b>		
24,204,152	Home Products International, Inc., 2nd Lien, Convertible, 6.000% Payment-in-kind Interest, due 12/20/17 (a)(b)(c)(d) .....	\$ 15,224,412
<b>Total Corporate Bonds &amp; Notes</b> (Cost \$24,204,152) .....		<u>15,224,412</u>
<b>Shares</b>		
<b>Common Stocks - 94.20%</b>		
<b>Agricultural Equipment - 0.51%</b>		
96,513	AGCO Corp. ....	<u>6,061,016</u>
<b>Asset Management - 9.63%</b>		
1,523,413	Bank of New York Mellon Corp. (The) .....	68,142,264
1,329,056	Brookfield Asset Management, Inc., Class A (Canada) .....	45,958,756
		<u>114,101,020</u>
<b>Automotive - 1.80%</b>		
441,593	Toyota Industries Corp. (Japan) .....	<u>21,354,156</u>
<b>Banks - 11.96%</b>		
899,949	Comerica, Inc. ....	60,773,556
877,698	KeyCorp .....	15,772,233
540,500	PNC Financial Services Group, Inc. (The) .....	65,108,630
		<u>141,654,419</u>
<b>Computers-Integrated Systems - 1.69%</b>		
372,839	Cerner Corp. (e).....	<u>20,025,183</u>
<b>Consumer Products - 7.83%</b>		
360,773	Harman International Industries, Inc. ....	40,103,527
526,368	Home Products International, Inc. (a)(b)(d)(e).....	—
6,398,304	Kingfisher PLC (United Kingdom) .....	27,061,048
774,930	Masco Corp. ....	25,533,944
		<u>92,698,519</u>
<b>Diversified Holding Companies - 10.23%</b>		
3,711,500	CK Hutchison Holdings, Ltd. (Cayman Islands) .....	44,483,001
938,961	Investor AB, Class B (Sweden) .....	37,452,812
311,688	Pargesa Holding S.A. (Switzerland) .....	20,678,406
3,052,000	Wheelock & Co., Ltd. (Hong Kong) .....	18,549,819
		<u>121,164,038</u>

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks (continued)</b>		
	<b>Electronic Components - 1.91%</b>	
265,007	Anixter International, Inc. (e) .....	\$ 22,658,099
	<b>Forest Products &amp; Paper - 5.78%</b>	
2,186,910	Weyerhaeuser Co., REIT .....	68,515,890
	<b>Industrial Machinery &amp; Equipment - 2.21%</b>	
596,029	Johnson Controls International PLC (Ireland) .....	26,213,355
	<b>Insurance &amp; Reinsurance - 7.89%</b>	
72,073	Alleghany Corp. (e) .....	44,077,685
54,227	White Mountains Insurance Group, Ltd. (Bermuda) .....	49,333,555
		93,411,240
	<b>Manufactured Housing - 3.67%</b>	
443,073	Cavco Industries, Inc. (e) .....	43,531,922
	<b>Materials - 2.18%</b>	
2,380,400	Canfor Corp. (Canada) (e) .....	25,811,676
	<b>Media &amp; Entertainment - 2.85%</b>	
523,700	CBS Corp., Class B, Non-Voting Shares .....	33,773,413
	<b>Medical Devices - 1.73%</b>	
426,400	LivaNova PLC (United Kingdom) (e) .....	20,511,972
	<b>Oil &amp; Gas Production &amp; Services - 7.53%</b>	
204,200	Apache Corp. ....	12,215,244
691,106	Devon Energy Corp. ....	31,472,967
903,950	Total S.A. (France) .....	45,531,718
		89,219,929
	<b>Pharmaceuticals - 3.21%</b>	
176,500	Amgen, Inc. ....	27,654,020
61,638	Shire PLC, ADR (Jersey) .....	10,343,473
		37,997,493
	<b>Retailers - 1.83%</b>	
245,465	Ralph Lauren Corp. ....	21,706,470
	<b>Senior Housing - 1.85%</b>	
1,466,533	Brookdale Senior Living, Inc. (e) .....	21,953,999
	<b>Telecommunications - 2.09%</b>	
10,123,456	Vodafone Group PLC (United Kingdom) .....	24,751,150
	<b>U.S. Homebuilder - 2.22%</b>	
589,518	Lennar Corp., Class A .....	26,321,979

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks (continued)</b>		
<b>U.S. Real Estate Operating Companies - 2.26%</b>		
1,132,601	Tejon Ranch Co. (a)(e) .....	\$ 26,763,362
<b>Utilities - 1.34%</b>		
983,207	Covanta Holding Corp. ....	15,829,633
<b>Total Common Stocks</b> (Cost \$942,152,126).....		<u>1,116,029,933</u>
<b>Principal Amount(\$)</b>		
<b>Short-Term Investments - 2.11%</b>		
<b>U.S. Government Obligations - 2.11%</b>		
25,000,000	U.S. Treasury Bill, 0.470%, due 2/23/17 (f).....	24,992,819
<b>Total Short-Term Investments</b> (Cost \$24,992,819).....		<u>24,992,819</u>
<b>Total Investment Portfolio - 97.60%</b> (Cost \$991,349,097).....		1,156,247,164
<b>Other Assets less Liabilities - 2.40%</b> .....		28,486,442
<b>NET ASSETS - 100.00%</b> .....		<u>\$ 1,184,733,606</u>
<b>Investor Class:</b>		
Net assets applicable to 281,274 shares outstanding.....		<u>\$ 14,433,779</u>
Net asset value, offering and redemption price per share .....		<u>\$ 51.32</u>
<b>Institutional Class:</b>		
Net assets applicable to 22,805,030 shares outstanding .....		<u>\$ 1,170,299,827</u>
Net asset value, offering and redemption price per share .....		<u>\$ 51.32</u>

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Notes:

- (a) Affiliated issuers - as defined in the Investment Company Act of 1940 (ownership by the Fund of 5% or more of the outstanding voting securities of these issuers).
- (b) Fair-valued security.
- (c) Payment-in-kind ("PIK") security. Income may be paid as additional securities.
- (d) Security subject to restrictions on resale.

Shares/ Principal Amount(\$)	Issuer	Acquisition Date	Cost	Market Value Per Unit
526,368	Home Products International, Inc.	5/30/07	\$54,667,470	\$ 0.00
\$24,204,152	Home Products International, Inc., 2nd Lien, Convertible, 6.000% Payment-in-kind Interest, due 12/20/17	3/16/07 - 10/1/16	24,204,152	62.90

At January 31, 2017, these restricted securities had a total market value of \$15,224,412 or 1.29% of net assets.

- (e) Non-income producing security.
- (f) Annualized yield at date of purchase.
- † U.S. issuer unless otherwise noted.

ADR: American Depositary Receipt.

REIT: Real Estate Investment Trust.

#### Country Concentration

	<u>% of Net Assets</u>
United States*	62.31%
United Kingdom	6.11
Canada	6.06
Bermuda	4.17
France	3.84
Cayman Islands	3.75
Sweden	3.16
Ireland	2.21
Japan	1.80
Switzerland	1.75
Hong Kong	1.57
Jersey	0.87
Total	<u>97.60%</u>

\* Includes cash equivalents,  
classified as Short-Term  
Investments on the Portfolio  
of Investments.

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Small-Cap Value Fund

#### Portfolio of Investments

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks - 98.23%</b>		
	<b>Asset Management - 1.06%</b>	
104,132	Legg Mason, Inc. ....	\$ 3,299,943
	<b>Auto Parts and Services - 5.30%</b>	
81,500	Dorman Products, Inc. (a) .....	5,625,130
95,747	Standard Motor Products, Inc. ....	4,774,903
68,864	Visteon Corp. (a).....	6,168,148
		<u>16,568,181</u>
	<b>Bank &amp; Thrifts - 14.96%</b>	
185,306	Commerce Bancshares, Inc. ....	10,475,348
82,000	Cullen/Frost Bankers, Inc. ....	7,330,800
101,963	Prosperity Bancshares, Inc. ....	7,405,573
221,678	Southside Bancshares, Inc. ....	7,572,520
127,791	UMB Financial Corp. ....	9,857,798
337,775	Valley National Bancorp .....	4,090,455
		<u>46,732,494</u>
	<b>Building Products - 1.00%</b>	
158,200	Quanex Building Products Corp. ....	3,124,450
	<b>Business Services - 5.86%</b>	
125,500	Korn/Ferry International .....	3,645,775
169,423	SP Plus Corp. (a).....	4,693,017
185,400	TriNet Group, Inc. (a).....	4,714,722
119,533	Viad Corp. ....	5,241,522
		<u>18,295,036</u>
	<b>Computers-Integrated Systems - 2.28%</b>	
213,944	NetScout Systems, Inc. (a).....	7,124,335
	<b>Conglomerates - 1.15%</b>	
937	Seaboard Corp. (a).....	3,607,450
	<b>Consulting and Information Technology Services - 7.68%</b>	
140,392	FTI Consulting, Inc. (a) .....	5,916,119
221,666	Genpact, Ltd. (Bermuda) (a).....	5,470,717
129,622	ICF International, Inc. (a).....	6,740,344
278,106	Syntel, Inc. ....	5,856,912
		<u>23,984,092</u>
	<b>Consumer Products and Services - 5.30%</b>	
501,564	1-800-Flowers.com, Inc., Class A (a) .....	4,514,076
180,801	G-III Apparel Group, Ltd. (a) .....	4,747,834

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Small-Cap Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks (continued)</b>		
<b>Consumer Products and Services (continued)</b>		
80,458	VCA, Inc. (a) .....	\$ 7,289,495
		<u>16,551,405</u>
<b>Electronic Components - 4.06%</b>		
58,456	Anixter International, Inc. (a) .....	4,997,988
206,647	Insight Enterprises, Inc. (a) .....	7,672,803
		<u>12,670,791</u>
<b>Energy Exploration &amp; Production - 1.26%</b>		
111,753	Carrizo Oil & Gas, Inc. (a) .....	3,951,586
<b>Forest Products &amp; Paper - 1.19%</b>		
350,505	Interfor Corp. (Canada) (a) .....	3,719,865
<b>General Building Contractors-Residential - 1.38%</b>		
230,900	BMC Stock Holdings, Inc. (a) .....	4,317,830
<b>Healthcare - 2.24%</b>		
75,400	Patterson Cos., Inc. ....	3,137,394
23,007	Teleflex, Inc. ....	3,858,964
		<u>6,996,358</u>
<b>Home Building - 3.53%</b>		
130,800	TRI Pointe Group, Inc. (a) .....	1,604,916
402,750	WCI Communities, Inc. (a) .....	9,424,350
		<u>11,029,266</u>
<b>Industrial Capital Equipment Manufacturers - 1.60%</b>		
104,200	Barnes Group, Inc. ....	5,015,146
<b>Industrial Equipment - 2.40%</b>		
77,506	Alamo Group, Inc. ....	5,861,779
26,267	CIRCOR International, Inc. ....	1,635,909
		<u>7,497,688</u>
<b>Industrial Services - 17.32%</b>		
89,857	ABM Industries, Inc. ....	3,629,324
161,375	Comfort Systems USA, Inc. ....	5,462,544
171,518	Cubic Corp. ....	8,155,681
82,107	EMCOR Group, Inc. ....	5,722,037
202,020	Interface, Inc. ....	3,676,764
91,946	Multi-Color Corp. ....	7,098,231
86,000	MYR Group, Inc. (a) .....	3,308,420

See accompanying notes to the Portfolios of Investments.



## Third Avenue Trust

### Third Avenue Small-Cap Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks (continued)</b>		
<b>Industrial Services (continued)</b>		
149,244	Tetra Tech, Inc. ....	\$ 6,521,963
29,910	UniFirst Corp. ....	3,825,489
151,019	World Fuel Services Corp. ....	6,717,325
		<u>54,117,778</u>
	<b>Insurance &amp; Reinsurance - 0.93%</b>	
4,743	Alleghany Corp. (a) .....	<u>2,900,677</u>
	<b>Metals Manufacturing - 1.32%</b>	
52,778	Kaiser Aluminum Corp. ....	<u>4,140,962</u>
	<b>Pharmaceutical Intermediate - 1.40%</b>	
83,585	Cambrex Corp. (a) .....	<u>4,384,033</u>
	<b>Restaurants - 0.88%</b>	
104,127	Fiesta Restaurant Group, Inc. (a) .....	<u>2,738,540</u>
	<b>Retailers - 1.12%</b>	
164,900	DSW, Inc., Class A .....	<u>3,489,284</u>
	<b>Securities Trading/Processing Services - 1.78%</b>	
48,300	DST Systems, Inc. ....	<u>5,561,745</u>
	<b>Semiconductor Manufacturing - 0.59%</b>	
160,263	Photronics, Inc. (a) .....	<u>1,843,024</u>
	<b>Software and Services - 2.81%</b>	
203,687	Allscripts Healthcare Solutions, Inc. (a) .....	2,385,175
67,198	CSG Systems International, Inc. ....	3,252,383
112,355	Progress Software Corp. (a) .....	3,148,187
		<u>8,785,745</u>
	<b>Specialty Pharmaceuticals - 0.97%</b>	
49,933	ANI Pharmaceuticals, Inc. (a) .....	<u>3,018,450</u>
	<b>Technology Hardware &amp; Equipment - 0.44%</b>	
24,207	Synaptics, Inc. (a) .....	<u>1,364,791</u>
	<b>Transportation - 0.50%</b>	
24,254	Kirby Corp. (a) .....	<u>1,563,170</u>
	<b>U.S. Real Estate Investment Trusts - 0.41%</b>	
37,519	Tanger Factory Outlet Centers, Inc. ....	<u>1,282,775</u>
	<b>U.S. Real Estate Operating Companies - 5.51%</b>	
129,227	Alico, Inc. ....	3,482,668
390,667	Brookdale Senior Living, Inc. (a) .....	5,848,285

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Small-Cap Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks (continued)</b>		
<b>U.S. Real Estate Operating Companies (continued)</b>		
189,053	Kennedy-Wilson Holdings, Inc. ....	\$ 3,866,134
23,439	Vail Resorts, Inc. ....	4,020,726
		<u>17,217,813</u>
	<b>Total Common Stocks</b> (Cost \$226,119,305).....	<u>306,894,703</u>
	<b>Total Investment Portfolio - 98.23%</b> (Cost \$226,119,305).....	306,894,703
	<b>Other Assets less Liabilities - 1.77%</b> .....	<u>5,541,398</u>
	<b>NET ASSETS - 100.00%</b> .....	<u>\$ 312,436,101</u>
<b>Investor Class:</b>		
	Net assets applicable to 238,088 shares outstanding.....	<u>\$ 5,095,331</u>
	Net asset value, offering and redemption price per share .....	<u>\$ 21.40</u>
<b>Institutional Class:</b>		
	Net assets applicable to 14,235,215 shares outstanding .....	<u>\$ 307,340,770</u>
	Net asset value, offering and redemption price per share .....	<u>\$ 21.59</u>

Notes:

(a) Non-income producing security.

† U.S. issuer unless otherwise noted.

#### Country Concentration

	% of <u>Net Assets</u>
United States	95.29%
Bermuda	1.75
Canada	<u>1.19</u>
Total	<u>98.23%</u>

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Real Estate Value Fund

#### Portfolio of Investments

at January 31, 2017 (Unaudited)

Principal Amount	Security†	Value (Note 1)
<b>Term Loans - 0.20%</b>		
<b>Non-U.S. Real Estate Operating Companies - 0.20%</b>		
Concrete Investment I, Term Loan (Luxembourg):		
28,028 EUR	Tranche A2, 2.000% Cash or Payment-in-kind Interest, due 10/31/17 (a)(b)(c) .....	\$ 30,257
19,828 EUR	Tranche A3, 2.000% Cash or Payment-in-kind Interest, due 10/31/17 (a)(b)(c) .....	21,404
Concrete Investment II, Term Loan (Luxembourg):		
35,732 EUR	Tranche A2, 2.000% Cash or Payment-in-kind Interest, due 10/31/17 (a)(b)(c) .....	38,573
4,957 EUR	Tranche A3, 2.000% Cash or Payment-in-kind Interest, due 10/31/17 (a)(b)(c) .....	5,351
IVG Immobilien AG, Term Loan (Germany):		
1,261,474 EUR	Tranche A1, 9.500% Cash or Payment-in-kind Interest, due 9/1/17 (a)(b)(c) .....	1,361,768
1,862,086 EUR	Tranche A2, 9.500% Cash or Payment-in-kind Interest, due 9/1/17 (a)(b)(c) .....	2,010,133
<b>Total Term Loans</b>		
(Cost \$4,234,288) .....		3,467,486
<b>Shares</b>		
<b>Common Stocks &amp; Warrants - 89.64%</b>		
<b>Banks - 5.05%</b>		
1,269,749	PNC Financial Services Group, Inc., Warrants, expire 12/31/18 (d) ....	67,461,764
520,400	Zions Bancorporation .....	21,955,676
		<u>89,417,440</u>
<b>Consulting/Management - 1.24%</b>		
618,100	FNF Group .....	21,856,016
<b>Forest Products &amp; Paper - 10.65%</b>		
3,212,000	Rayonier, Inc., REIT .....	89,582,680
3,159,310	Weyerhaeuser Co., REIT .....	98,981,182
		<u>188,563,862</u>
<b>Lodging &amp; Hotels - 1.35%</b>		
4,384,514	Millennium & Copthorne Hotels PLC (United Kingdom) .....	23,800,403
<b>Non-U.S. Real Estate Consulting/Management - 1.01%</b>		
1,840,432	Savills PLC (United Kingdom) .....	17,954,926
<b>Non-U.S. Real Estate Investment Trusts - 10.90%</b>		
5,311,805	Hammerson PLC (United Kingdom) .....	36,518,618

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Real Estate Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks &amp; Warrants (continued)</b>		
<b>Non-U.S. Real Estate Investment Trusts (continued)</b>		
7,810,320	Land Securities Group PLC (United Kingdom) .....	\$ 97,664,617
10,140,520	Segro PLC (United Kingdom) .....	58,872,702
		193,055,937
<b>Non-U.S. Real Estate Operating Companies - 34.45%</b>		
2,077,489	Brookfield Asset Management, Inc., Class A (Canada) .....	71,839,570
13,433,000	Cheung Kong Property Holdings, Ltd. (Cayman Islands) .....	88,293,525
5,804,950	City Developments, Ltd. (Singapore) .....	38,017,305
47,713,300	Global Logistic Properties, Ltd. (Singapore) .....	88,022,549
12,366,434	Henderson Land Development Co., Ltd. (Hong Kong) .....	68,261,987
3,965,247	Hysan Development Co., Ltd. (Hong Kong) .....	18,071,400
9,268,561	Inmobiliaria Colonial SA (Spain) .....	67,997,129
2,418,000	Sun Hung Kai Properties, Ltd. (Hong Kong) .....	33,274,237
11,139,017	Westfield Corp., REIT (Australia) .....	74,256,171
10,203,500	Wheelock & Co., Ltd. (Hong Kong) .....	62,016,080
		610,049,953
<b>Retail-Building Products - 2.24%</b>		
522,330	Lowe's Cos., Inc. ....	38,171,876
825,930	Tenon, Ltd. (New Zealand) (e).....	1,460,429
		39,632,305
<b>U.S. Homebuilder - 5.24%</b>		
2,079,361	Lennar Corp., Class A .....	92,843,469
<b>U.S. Real Estate Investment Trusts - 13.20%</b>		
1,667,531	First Industrial Realty Trust, Inc. ....	43,105,676
4,132,617	Forest City Realty Trust, Inc., Class A .....	93,562,449
250,362	Macerich Co. (The) .....	17,197,366
979,769	Parkway, Inc. (d).....	20,859,282
555,494	Vornado Realty Trust .....	59,054,567
		233,779,340
<b>U.S. Real Estate Operating Companies - 4.31%</b>		
982,100	Kennedy-Wilson Holdings, Inc. ....	20,083,945
941,627	Tejon Ranch Co. (d)(e).....	22,250,646
4,206,286	Trinity Place Holdings, Inc. (d)(e)(f).....	33,944,720
		76,279,311
<b>Total Common Stocks &amp; Warrants</b>		
	(Cost \$1,118,455,362).....	1,587,232,962

See accompanying notes to the Portfolios of Investments.

### Third Avenue Trust

#### Third Avenue Real Estate Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Preferred Stocks - 1.87%</b>		
	<b>Non-U.S. Real Estate Operating Companies - 1.87%</b>	
294,770	Concrete Investment II SCA (Luxembourg) (d) .....	\$ 33,093,410
	<b>Total Preferred Stocks</b>	
	(Cost \$41,943,571) .....	<u>33,093,410</u>
<b>Units</b>		
<b>Private Equities - 4.68%</b>		
	<b>U.S. Real Estate Operating Companies - 4.68%</b>	
28,847,217	FivePoint Holdings, LLC, Class A Shares (d) .....	82,935,748
	<b>Total Private Equities</b>	
	(Cost \$75,516,192) .....	<u>82,935,748</u>
<b>Notional Amount(\$)</b>	<b>Security</b>	
<b>Purchased Options - 0.01%</b>		
	<b>Foreign Currency Call Options - 0.01%</b>	
280,000,000	U.S. Currency, strike 8.1400 HKD, expire 8/1/17 (d) .....	224,980
	<b>Total Purchased Options</b>	
	(Cost \$945,000) .....	<u>224,980</u>
	<b>Total Investment Portfolio - 96.40%</b>	
	(Cost \$1,241,094,413) .....	1,706,954,586
	<b>Other Assets less Liabilities - 3.60% (g)</b> .....	<u>63,797,028</u>
	<b>NET ASSETS - 100.00%</b> .....	<u>\$ 1,770,751,614</u>
	<b>Investor Class:</b>	
	Net assets applicable to 7,539,040 shares outstanding .....	\$ 231,108,234
	Net asset value, offering and redemption price per share .....	<u>\$ 30.65</u>
	<b>Institutional Class:</b>	
	Net assets applicable to 49,971,320 shares outstanding .....	\$ 1,539,643,380
	Net asset value, offering and redemption price per share .....	<u>\$ 30.81</u>

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue Real Estate Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Notes:

- (a) Fair-valued security.
- (b) Payment-in-kind ("PIK") security. Income may be paid as additional securities or cash at the discretion of the issuer.
- (c) Variable rate security. The rate disclosed is in effect as of January 31, 2017.
- (d) Non-income producing security.
- (e) Affiliated issuers - as defined in the Investment Company Act of 1940 (ownership by the Fund of 5% or more of the outstanding voting securities of these issuers).
- (f) Security subject to restrictions on resale.

Shares	Issuer	Acquisition Date	Cost	Market Value Per Unit
4,206,286	Trinity Place Holdings, Inc.	10/2/13 - 11/30/15	\$18,498,824	\$8.07

At January 31, 2017, the restricted security had a total market value of \$33,944,720 or 1.92% of net assets.

- (g) Includes restricted cash pledged to and received from counterparties as collateral management for forward foreign currency contracts and options.

† U.S. issuer unless otherwise noted.

EUR: Euro.

HKD: Hong Kong Dollar.

REIT: Real Estate Investment Trust.

#### Country Concentration

	% of Net Assets
United States	46.53%
United Kingdom	13.26
Hong Kong	10.27
Singapore	7.12
Cayman Islands	4.99
Australia	4.19
Canada	4.06
Spain	3.84
Luxembourg	1.87
Germany	0.19
New Zealand	0.08
Total	<u>96.40%</u>

#### Schedule of Forward Foreign Currency Contracts

Contracts to Sell	Counterparty	Settlement Date	Settlement Value	Value at 1/31/17	Unrealized Depreciation
48,150,000 <sup>EUR</sup>	Goldman Sachs & Co.	2/24/17	\$51,498,967	\$52,023,924	\$ (524,957)
48,150,000 <sup>EUR</sup>	Morgan Stanley & Co. LLC	2/24/17	51,493,868	52,023,924	(530,056)
					<u>\$(1,055,013)</u>

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue International Value Fund

#### Portfolio of Investments

at January 31, 2017 (Unaudited)

Principal Amount(\$)	Security†	Value (Note 1)
<b>Corporate Bonds &amp; Notes - 1.91%</b>		
<b>Oil &amp; Gas Production &amp; Services - 1.91%</b>		
2,900,000	Petroleum Geo-Services ASA, 7.375%, due 12/15/20 (Norway) (a) ....	\$ 2,805,750
<b>Total Corporate Bonds &amp; Notes</b>		
	(Cost \$2,753,127) .....	2,805,750
<b>Shares</b>		
<b>Common Stocks - 84.60%</b>		
<b>Agricultural Equipment - 2.98%</b>		
490,100	CNH Industrial N.V. (Netherlands) .....	4,391,296
<b>Automotive - 1.89%</b>		
37,226	Daimler AG (Germany) .....	2,786,877
<b>Building &amp; Construction Products/Services - 2.57%</b>		
2,138,825	Tenon, Ltd. (New Zealand) (b) .....	3,781,920
<b>Capital Goods - 2.08%</b>		
52,821	Nexans S.A. (France) (c) .....	3,062,574
<b>Commercial Services - 4.29%</b>		
938,177	IWG PLC (Jersey) .....	2,947,036
535,024	Prosegur Cia de Seguridad S.A. (Spain) .....	3,361,407
		6,308,443
<b>Diversified Holding Companies - 7.50%</b>		
272,184	CK Hutchison Holdings, Ltd. (Cayman Islands) .....	3,262,175
511,000	Cosan Ltd., Class A (Bermuda) .....	4,179,980
150,733	Leucadia National Corp. ....	3,594,982
		11,037,137
<b>Engineering &amp; Construction - 5.08%</b>		
737,199	Amec Foster Wheeler PLC (United Kingdom) .....	4,098,178
30,660	Cie d'Entreprises CFE (Belgium) .....	3,374,304
		7,472,482
<b>Financials - 1.60%</b>		
412,586	BinckBank N.V. (Netherlands) .....	2,362,343
<b>Food &amp; Beverage - 2.01%</b>		
694,009	C&C Group PLC (Ireland) .....	2,961,535
<b>Forest Products &amp; Paper - 10.62%</b>		
418,300	Interfor Corp. (Canada) (c) .....	4,439,364
46,821,500	Rubicon, Ltd. (New Zealand) (b)(c) .....	8,244,734

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

### Third Avenue International Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Shares	Security†	Value (Note 1)
<b>Common Stocks (continued)</b>		
<b>Forest Products &amp; Paper (continued)</b>		
93,943	Weyerhaeuser Co., REIT .....	\$ 2,943,234
		<u>15,627,332</u>
<b>Media - 2.71%</b>		
217,741	Vivendi S.A. (France) .....	3,981,791
<b>Metals &amp; Mining - 13.29%</b>		
379,645	Antofagasta PLC (United Kingdom) .....	3,987,918
9,528,312	Capstone Mining Corp. (Canada) (c) .....	10,617,523
810,700	Lundin Mining Corp. (Canada) (c) .....	4,959,210
		<u>19,564,651</u>
<b>Oil &amp; Gas Production &amp; Services - 6.06%</b>		
1,944,904	Petroleum Geo-Services ASA (Norway) (c) .....	6,449,176
13,899,800	Vard Holdings, Ltd. (Singapore) (c) .....	2,465,640
		<u>8,914,816</u>
<b>Real Estate - 12.11%</b>		
1,094,650	Atrium European Real Estate, Ltd. (Jersey) .....	4,584,921
566,684	Cheung Kong Property Holdings, Ltd. (Cayman Islands) .....	3,724,747
3,184,000	Global Logistic Properties, Ltd. (Singapore) .....	5,873,914
393,600	Henderson Land Development Co., Ltd. (Hong Kong) .....	2,172,649
269,578	Millennium & Copthorne Hotels PLC (United Kingdom) .....	1,463,347
		<u>17,819,578</u>
<b>Retail &amp; Restaurants - 4.86%</b>		
1,234,400	Arcos Dorados Holdings, Inc., Class A (British Virgin Islands) (c) .....	7,159,520
<b>Transportation Infrastructure - 4.95%</b>		
361,243	easyJet PLC (United Kingdom) .....	4,317,229
4,370,645	Santos Brasil Participacoes S.A. (Brazil) (c) .....	2,968,227
		<u>7,285,456</u>
<b>Total Common Stocks</b>		
	(Cost \$150,429,224) .....	<u>124,517,751</u>

See accompanying notes to the Portfolios of Investments.



## Third Avenue Trust

### Third Avenue International Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

Principal Amount(\$)	Security†	Value (Note 1)
<b>Short-Term Investments - 6.79%</b>		
	<b>U.S. Government Obligations - 6.79%</b>	
10,000,000	U.S. Treasury Bill, 0.470%, due 2/23/17 (d) .....	\$ 9,997,128
	<b>Total Short-Term Investments</b>	
	(Cost \$9,997,128) .....	9,997,128
	<b>Total Investment Portfolio - 93.30%</b>	
	(Cost \$163,179,479) .....	137,320,629
	<b>Other Assets less Liabilities - 6.70%</b> .....	9,862,184
	<b>NET ASSETS - 100.00%</b> .....	<u>\$ 147,182,813</u>
	<b>Investor Class:</b>	
	Net assets applicable to 1,420,192 shares outstanding .....	<u>\$ 23,268,266</u>
	Net asset value, offering and redemption price per share .....	<u>\$ 16.38</u>
	<b>Institutional Class:</b>	
	Net assets applicable to 7,572,753 shares outstanding .....	<u>\$ 123,914,547</u>
	Net asset value, offering and redemption price per share .....	<u>\$ 16.36</u>

Notes:

- (a) Security is exempt from registration pursuant to Rule 144A under the Securities Act of 1933. This security may be resold in transactions that are exempt from registration, normally to qualified institutional buyers.
- (b) Affiliated issuers - as defined in the Investment Company Act of 1940 (ownership by the Fund of 5% or more of the outstanding voting securities of these issuers).
- (c) Non-income producing security.
- (d) Annualized yield at date of purchase.

† U.S. issuer unless otherwise noted.

REIT: Real Estate Investment Trust.

See accompanying notes to the Portfolios of Investments.

## Third Avenue Trust

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### Third Avenue International Value Fund Portfolio of Investments (continued)

at January 31, 2017 (Unaudited)

#### Country Concentration

	% of Net Assets
Canada	13.60%
United States*	11.23
United Kingdom	9.42
New Zealand	8.17
Norway	6.29
Singapore	5.67
Jersey	5.12
British Virgin Islands	4.86
France	4.79
Cayman Islands	4.75
Netherlands	4.59
Bermuda	2.84
Belgium	2.29
Spain	2.28
Brazil	2.02
Ireland	2.01
Germany	1.89
Hong Kong	<u>1.48</u>
Total	<u>93.30%</u>

\* Includes cash equivalents,  
classified as Short-Term  
Investments on the Portfolio  
of Investments.

*See accompanying notes to the Portfolios of Investments.*

## Third Avenue Trust

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### Notes to Portfolios of Investments

January 31, 2017 (Unaudited)

#### 1. SUMMARY OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

##### **Organization:**

Third Avenue Trust (the “Trust”) is an open-end, management investment company organized as a Delaware business trust pursuant to a Trust Instrument dated October 31, 1996. The Trust currently consists of the following non-diversified (within the meaning of Section 5(b)(2) of the Investment Company Act), separate investment series: Third Avenue Value Fund, Third Avenue Small-Cap Value Fund, Third Avenue Real Estate Value Fund, and Third Avenue International Value Fund (each a “Fund” and, collectively, the “Funds”). The Trust also contains the Third Avenue Focused Credit Fund, a separate non-diversified investment series of the Trust, whose portfolio of investments is presented separately. Third Avenue Management LLC (the “Adviser”) provides investment advisory services to each of the Funds in the Trust. The Funds seek to achieve their investment objectives by adhering to a strict value discipline when selecting securities and other instruments. Each Fund has a distinct investment approach.

##### **Accounting policies:**

The policies described below are followed consistently by the Funds and are in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”). The Trust is an investment company and, accordingly, follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board Accounting Standards Codification (“FASB ASC”) Topic 946-Investment Companies, which is part of U.S. GAAP.

##### **Security valuation:**

Generally, the Funds’ investments are valued at market value. Securities traded on a principal stock exchange, including The NASDAQ Stock Market, Inc. (“NASDAQ”), are valued at the last quoted sales price, the NASDAQ official closing price, or, in the absence of closing sales prices on that day, securities are valued at the mean between the closing bid and asked price. In accordance with procedures approved by the Trust’s Board of Trustees (the “Board”), the Funds have retained a third party provider that, under certain circumstances, applies a statistical model to provide fair value pricing for foreign equity securities with principal markets that are no longer open when a Fund calculates its net asset value (“NAV”), and certain events have occurred after the principal markets have closed but prior to the time as of which the Funds compute their NAVs. Debt instruments with maturities greater than 60 days, including floating rate loan securities, are valued on the basis of prices obtained from a pricing service approved by the Board or otherwise pursuant to policies and procedures approved by the Board. Investments in derivative instruments are valued independently by service providers or

## Third Avenue Trust

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### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

by broker quotes based on pricing models. Short-term cash investments are valued at cost, plus accrued interest, which approximates market value. Short-term debt securities with 60 days or less to maturity may be valued at amortized cost.

The Adviser has established a Valuation Committee (the “Committee”) which is responsible for overseeing the pricing and valuation of all securities held in the Funds. The Committee operates under pricing and valuation policies and procedures established by the Adviser and approved by the Board, including pricing policies which set forth the mechanisms and processes to be employed on a daily basis to implement these policies and procedures. In particular, the pricing policies describe how to determine market quotations for securities and other instruments. The Committee’s responsibilities include: 1) fair value determinations (and oversight of third parties used in the valuation process determinations), and 2) regular monitoring of the Adviser’s pricing and valuation policies and procedures and modification or enhancement of these policies and procedures (or recommendation of the modification of these policies and procedures) as the Committee believes appropriate.

Securities for which market quotations are not readily available are valued at “fair value”, as determined in good faith by the Committee as authorized by the Board, under procedures established by the Board. At January 31, 2017, such securities had a total fair value of \$15,224,412, or 1.29% of net assets of Third Avenue Value Fund, and \$3,467,486, or 0.20% of net assets of Third Avenue Real Estate Value Fund. There were no fair valued securities for Third Avenue Small-Cap Value Fund and Third Avenue International Value Fund at January 31, 2017. Among the factors that may be considered by the Committee in determining fair value are: prior trades in the security in question, trades in similar securities of the same or other issuers, the type of security, trading in marketable securities of the same issuer, the financial condition of the issuer, comparable multiples of similar issuers, the operating results of the issuer and liquidation value of the issuer. See Fair Value Measurements below for additional detail on fair value measurements for financial reporting purposes. The fair values determined in accordance with these procedures may differ significantly from the amounts which would be realized upon disposition of the securities.

#### **Fair value measurements:**

In accordance with FASB ASC 820-10, Fair Value Measurements and Disclosures, the Funds disclose the fair value of their investments in a hierarchy that prioritizes the inputs to valuation techniques used to measure the fair value. Fair value is defined as the price that a Fund would receive upon selling an investment in an orderly transaction to an independent buyer in the principal or most advantageous market for the investment under current market conditions. The hierarchy gives the highest priority to valuations based upon unadjusted quoted prices in

## Third Avenue Trust

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### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to valuations based upon unobservable inputs that are significant to the valuation (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 – Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Funds have the ability to access at the measurement date;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active;
- Level 3 – Significant unobservable inputs (including the Funds' own assumptions in determining the fair value of investments)

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input both individually and in aggregate that is significant to the fair value measurement. However, the determination of what constitutes "observable" requires significant judgment by the Funds. The Funds consider observable data to be market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market. The inputs or methodology used for valuing investments are not necessarily an indication of the risk associated with investing in those investments.

The Funds use valuation techniques to measure fair value that are consistent with the market approach and/or income approach, depending on the type of security and the particular circumstance. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable securities. The income approach uses valuation techniques to discount estimated future cash flows to present value.

The following are certain inputs and techniques that the Funds generally use to evaluate how to classify each major category of assets and liabilities for Level 2 and Level 3, in accordance with U.S. GAAP:

Equity Securities (Common Stocks, Preferred Stocks, and Warrants)—Equity securities traded in inactive markets and certain foreign equity securities are valued using inputs which include broker-dealer quotes, recently executed transactions adjusted for changes in the benchmark index, or evaluated price quotes received from independent pricing services or brokers that take into account the integrity of the market sector and issuer, the individual characteristics of the security, and information received from broker-dealers and other market sources pertaining to the issuer or security. To the extent that these inputs are observable, the values of

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

equity securities are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

U.S. Government Obligations—U.S. Government obligations are valued by independent pricing services based on pricing models that evaluate the mean between the most recently quoted bid and ask price. The models also take into consideration data received from active market makers and broker-dealers, yield curves, and the spread over comparable U.S. Government issues. The spreads change daily in response to market conditions and are generally obtained from the new issue market and broker-dealer sources. To the extent that these inputs are observable, the values of U.S. Government obligations are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Corporate Bonds & Notes—Corporate bonds and notes are generally comprised of two main categories: investment grade bonds and high yield bonds. Investment grade bonds are valued by independent pricing services or brokers using various inputs and techniques, which include broker-dealer quotations, live trading levels, recently executed transactions in securities of the issuer or comparable issuers, and option adjusted spread models that include base curve and spread curve inputs. Adjustments to individual bonds can be applied to recognize trading differences compared to other bonds issued by the same issuer. High yield bonds are valued by independent pricing services or brokers based primarily on broker-dealer quotations from relevant market makers and recently executed transactions in securities of the issuer or comparable issuers. The broker-dealer quotations received are supported by credit analysis of the issuer that takes into consideration credit quality assessments, daily trading activity, and the activity of the underlying equities, listed bonds and sector specific trends. To the extent that these inputs are observable, the values of corporate bonds and notes are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Forward Foreign Currency Contracts—Forward foreign currency contracts are valued by independent pricing services using various inputs and techniques, which include broker-dealer quotations, actual trading information and foreign currency exchange rates gathered from leading market makers and foreign currency exchange trading centers throughout the world. To the extent that these inputs are observable, the values of forward foreign currency contracts are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Term Loans—Term loans are valued by independent pricing services based on the average of evaluated quoted prices received from multiple dealers or valued relative to other benchmark securities when broker-dealer quotes are unavailable. Inputs may include quoted prices for similar investments in active markets, interest rates, coupon rates, yield curves, option adjusted spreads, default rates, credit spreads and other unique security features in order to estimate the

## Third Avenue Trust

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

relevant cash flows which is then discounted to calculate fair values. To the extent that these inputs are observable, the values of term loans are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

**Options (Written and Purchased)**—Options are valued by independent pricing services or by brokers based on pricing models that take into account, among other factors, foreign exchange rate, time until expiration, and volatility of the underlying foreign currency security. To the extent that these inputs are observable, the values of options are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

The following is a Summary by Level of Inputs used to value the Funds' investments as of January 31, 2017:

	Third Avenue Value Fund	Third Avenue Small-Cap Value Fund	Third Avenue Real Estate Value Fund	Third Avenue International Value Fund
<b>Level 1: Quoted Prices†</b>				
<b>Investments in Securities:</b>				
<b>Common Stocks &amp; Warrants:</b>				
Consumer Products	\$ 92,698,519	\$ —	\$ —	\$ —
Diversified Holding Companies	58,131,218	—	—	7,774,962
Non-U.S. Real Estate Operating Companies	—	—	340,132,724	—
Real Estate	—	—	—	11,922,182
Other**	902,167,376	306,894,703	977,183,009	95,661,036
<b>Total for Level 1 Securities</b>	<b>1,052,997,113</b>	<b>306,894,703</b>	<b>1,317,315,733</b>	<b>115,358,180</b>
<b>Level 2: Other Significant Observable Inputs†</b>				
<b>Investments in Securities:</b>				
<b>Common Stocks:</b>				
Diversified Holding Companies	63,032,820	—	—	3,262,175
Non-U.S. Real Estate Operating Companies	—	—	269,917,229	—
Real Estate	—	—	—	5,897,396
<b>Corporate Bonds &amp; Notes</b>	—	—	—	2,805,750
<b>Purchased Options:</b>				
Foreign Currency Call Options	—	—	224,980	—
<b>Short-Term Investments:</b>				
U.S. Government Obligations	24,992,819	—	—	9,997,128
<b>Total for Level 2 Securities</b>	<b>88,025,639</b>	<b>—</b>	<b>270,142,209</b>	<b>21,962,449</b>
<b>Level 3: Significant Unobservable Inputs</b>				
<b>Investments in Securities:</b>				
<b>Common Stocks:</b>				
Consumer Products	—*	—	—	—
<b>Preferred Stocks:</b>				
Non-U.S. Real Estate Operating Companies	—	—	33,093,410	—
<b>Corporate Bonds &amp; Notes</b>	15,224,412	—	—	—
<b>Term Loans</b>	—	—	3,467,486	—

## Third Avenue Trust

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

#### Summary by Level of Inputs (continued)

	Third Avenue Value Fund	Third Avenue Small-Cap Value Fund	Third Avenue Real Estate Value Fund	Third Avenue International Value Fund
<b>Private Equities:</b>				
U.S. Real Estate Operating Companies	\$ —	\$ —	\$ 82,935,748	\$ —
<b>Total for Level 3 Securities</b>	<u>15,224,412</u>	<u>—</u>	<u>119,496,644</u>	<u>—</u>
<b>Total Value of Investments</b>	<u>\$1,156,247,164</u>	<u>\$306,894,703</u>	<u>\$1,706,954,586</u>	<u>\$137,320,629</u>
<b>Investments in Other Financial Instruments:</b>				
<b>Level 2: Other Significant Observable Inputs</b>				
Forward Foreign Currency Contracts - Liabilities	\$ —	\$ —	\$ (1,055,013)	\$ —
<b>Total Value or Appreciation/(Depreciation) of Other Financial Instruments</b>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ (1,055,013)</u>	<u>\$ —</u>

† The value of securities that were transferred from Level 1 to Level 2 for Third Avenue Value Fund, Third Avenue Real Estate Value Fund and Third Avenue International Value Fund was \$64,767,712, \$310,091,568 and \$8,964,638, respectively. The transfer was due to lack of quoted prices in active markets at period end. The value of securities that were transferred from Level 2 to Level 1 for Third Avenue Real Estate Value Fund and Third Avenue International Value Fund was \$6,636,922 and \$7,769,705, respectively. The transfer was due to the availability of quoted prices in active markets at period end.

\* Investments fair valued at zero.

\*\* Please refer to the Portfolios of Investments for industry specifics of the portfolio holdings.

Transfers from Level 1 to Level 2, or from Level 2 to Level 1, are recorded utilizing values as of the beginning of the period.



## Third Avenue Trust

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

The following is a reconciliation of Level 3 investments for which significant unobservable inputs were used to determine fair value:

#### Third Avenue Value Fund

	Common Stocks	Corporate Bonds & Notes	Limited Partnerships	Total
Balance as of 10/31/16 (fair value)				
Consumer Products	\$ —*	\$ 17,402,785	\$ —	\$ 17,402,785
Insurance & Reinsurance	—	—	12,217	12,217
Sales				
Insurance & Reinsurance	—	—	(12,111)	(12,111)
Net change in unrealized gain/(loss)				
Consumer Products	—	(2,178,373)	—	(2,178,373)
Insurance & Reinsurance	—	—	(12,217)	(12,217)
Net realized gain/(loss)				
Insurance & Reinsurance	—	—	12,111	12,111
Balance as of 1/31/17 (fair value)				
Consumer Products	—*	15,224,412	—	15,224,412
Total	<u>\$ —</u>	<u>\$ 15,224,412</u>	<u>\$ —</u>	<u>\$ 15,224,412</u>
Net change in unrealized gain/(loss) related to securities still held as of January 31, 2017:	<u>\$ —</u>	<u>\$ (2,178,373)</u>	<u>\$ —</u>	<u>\$ (2,178,373)</u>

\* Investments fair valued at zero.

#### Third Avenue Real Estate Value Fund

	Preferred Stocks	Private Equities	Term Loans	Total
Balance as of 10/31/16 (fair value)				
Non-U.S. Real Estate Operating Companies	\$36,079,757	\$ —	\$3,497,959	\$ 39,577,716
U.S. Real Estate Operating Companies	—	93,753,455	—	93,753,455
Payment-in-kind				
Non-U.S. Real Estate Operating Companies	—	—	26,989	26,989
Net change in unrealized gain/(loss)				
Non-U.S. Real Estate Operating Companies	(2,986,347)	—	(57,462)	(3,043,809)
U.S. Real Estate Operating Companies	—	(10,817,707)	—	(10,817,707)

## Third Avenue Trust

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

#### Third Avenue Real Estate Value Fund (continued)

	Preferred Stocks	Private Equities	Term Loans	Total
Balance as of 1/31/17 (fair value)				
Non-U.S. Real Estate Operating Companies	\$33,093,410	\$ —	\$3,467,486	\$ 36,560,896
U.S. Real Estate Operating Companies	—	82,935,748	—	82,935,748
Total	<u>\$33,093,410</u>	<u>\$ 82,935,748</u>	<u>\$3,467,486</u>	<u>\$119,496,644</u>
Net change in unrealized gain/(loss) related to securities still held as of January 31, 2017:	<u>\$(2,986,347)</u>	<u>\$(10,817,707)</u>	<u>\$(57,462)</u>	<u>\$(13,861,516)</u>

#### Quantitative Information about Level 3 Fair Value Measurements (amounts in thousands)

Third Avenue Value Fund	Fair Value at 1/31/17	Valuation Technique(s)	Unobservable Input(s)	Range (Weighted Average)
Corporate Bonds	\$ 15,224	Book Value	Restructuring value	\$62.90
Other (a)	—*			
	<u>\$ 15,224</u>			
Third Avenue Real Estate Value Fund	Fair Value at 1/31/17	Valuation Technique(s)	Unobservable Input(s)	Range (Weighted Average)
Private Equities	\$ 82,936	Broker Quote	#	\$2.87
Preferred Stocks	33,093	Broker Quote	#	\$112.27
Term Loans	3,468	Book Value	Restructuring value	\$107.95
	<u>\$119,497</u>			

# Valuation techniques and significant unobservable inputs used by third-party pricing vendors or brokers, such as those described in Note 1, were not provided to the Adviser. The appropriateness of fair values for these securities is based on results of back testing, vendor and broker due diligence, unchanged price review and consideration of macro or security specific events.

(a) Includes securities less than 0.50% of net assets within each respective Fund.

\* Investments fair valued at zero.

The significant unobservable inputs used in the fair value measurement of the Funds' investments are listed above. Generally, a change in the assumptions used in any input in isolation may be accompanied by a change in another input. Significant changes in any of the unobservable inputs may significantly impact the fair value measurement. The impact is based on the relationship between each unobservable input and the fair value measurement. Significant increases (decreases) in enterprise multiples may increase (decrease) the fair value measurement. Significant increases (decreases) in the discount for marketability may decrease

## Third Avenue Trust

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### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

(increase) the fair value measurement.

#### **Security transactions and investment income:**

Security transactions are accounted for on a trade date basis.

#### **Foreign currency translation and foreign investments:**

The books and records of the Funds are maintained in U.S. dollars. Foreign currency amounts are translated into U.S. dollars as follows:

- Investments and assets and liabilities denominated in foreign currencies: At the prevailing rates of exchange on the valuation date.
- Investment transactions: At the prevailing rates of exchange on the date of such transactions.

#### **Payment-in-kind securities:**

The Funds may invest in PIKs. PIKs give the issuer the option at each interest payment date of making interest payments in either cash or additional debt securities. Those additional debt securities usually have the same terms, including maturity dates and interest rates, and associated risks as the original bonds. The daily market quotations of the original bonds may include the accrued interest (referred to as a "dirty" price) and require a pro-rata adjustment from the unrealized appreciation or depreciation on investments to interest receivable.

#### **Term loans:**

The Funds typically invest in loans which are structured and administered by a third party entity (the "Agent") that acts on behalf of a group of lenders that make or hold interests in the loan. These securities generally pay interest at rates which are periodically pre-determined by reference to a base lending rate plus a premium. These base lending rates are generally either the lending rate offered by one or more major European banks, such as the London Interbank Offered Rate ("LIBOR") or the prime rate offered by one or more major United States banks, or the certificate of deposit rate.

These securities are ordinarily contractually obligated to receive approval from the Agent bank and/or borrower prior to disposition. Remaining maturities of term loans may be less than the stated maturities shown as a result of contractual or optional payments by the borrower. Such prepayments cannot be predicted with certainty. The interest rate disclosed reflects the rate in effect on January 31, 2017.

#### **Forward foreign currency contracts:**

The Funds may be exposed to foreign currency risks associated with portfolio investments and therefore may use forward foreign currency contracts to hedge or manage these exposures. The Funds also may buy forward foreign currency contracts to gain exposure to currencies. Forward

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

foreign currency contracts are valued at the forward rate and are marked-to-market daily. The change in market value is included in unrealized appreciation/(depreciation) on investments and foreign currency translations. When the contract is closed, the Funds record a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed.

The use of forward foreign currency contracts does not eliminate fluctuations in the underlying prices of the Funds' portfolio securities, but it does establish a rate of exchange that can be achieved in the future. Although forward foreign currency contracts limit the risk of loss due to a decline in the value of the hedged currency, they also limit any potential gain that might result should the value of the currency increase. In addition, the Funds could be exposed to risks if the counterparties to the contracts are unable to meet the terms of their contracts.

During the period ended January 31, 2017, Third Avenue Real Estate Value Fund used forward foreign currency contracts for hedging foreign currency risks.

#### **Option contracts:**

The Funds may purchase and sell ("write") put and call options on various instruments including investments, indices, and foreign currency to manage and hedge exchange rate risks within their portfolios and also to gain long or short exposure to the underlying instruments.

An option contract gives the buyer the right, but not the obligation, to buy (call) or sell (put) an underlying item at a fixed exercise price on a certain date or during a specified period. The cost of the underlying instruments acquired through the exercise of a call option is increased by the premiums paid. The proceeds from the underlying instruments sold through the exercise of a purchased put option are decreased by the premiums paid. Investments in over-the-counter option contracts require the Funds to fair value or mark-to market the options on a daily basis, which reflects the change in the market value of the contracts at the close of each day's trading. The cost of purchased options that expire unexercised are treated by the Funds, on expiration date, as realized losses on investments or foreign currency transactions.

When the Funds write an option, an amount equal to the premium received by the Funds is recorded as a liability and is subsequently adjusted to the current fair value of the option written. Premiums received from writing options that expire unexercised are treated by the Funds, on the expiration date, as realized gains on written options or foreign currency. The difference between the premium and the amount paid on effecting a closing purchase transaction, including brokerage commissions, is also treated as a realized gain, or, if the premium is less than the amount paid for the closing purchase transaction, as a realized loss. If a call option is exercised, the premium is added to the proceeds from the sale of the underlying security or currency in determining whether the Funds have a realized gain or loss. If a put

## Third Avenue Trust

### Notes to Portfolios of Investments (continued)

January 31, 2017 (Unaudited)

option is exercised, the premium reduces the cost basis of the security or currency purchased by the Funds. In purchasing and writing options, the Funds bear the market risk of an unfavorable change in the price of the underlying security or the risk that the Funds may not be able to enter into a closing transaction due to an illiquid market. Exercise of a written option could result in the Funds purchasing a security or currency at a price different from the current market value. The Funds may execute transactions in both listed and over-the-counter options. Listed options involve minimal counterparty risk since listed options are guaranteed against default by the exchange on which they trade. When purchasing over-the-counter options, the Funds bear the risk of economic loss from counterparty default, equal to the market value of the option.

During the period ended January 31, 2017, Third Avenue Real Estate Value Fund used purchased options on foreign currency for hedging purposes and/or to protect against losses in foreign currencies.

## 2. INVESTMENTS

### Unrealized appreciation/(depreciation):

The following information is based upon the book basis of investment securities as of January 31, 2017:

	Third Avenue Value Fund	Third Avenue Small-Cap Value Fund	Third Avenue Real Estate Value Fund	Third Avenue International Value Fund
Gross unrealized appreciation	\$ 294,794,757	\$ 88,758,675	\$ 511,652,570	\$ 15,663,570
Gross unrealized depreciation	(129,896,690)	(7,983,277)	(45,792,397)	(41,522,420)
Net unrealized appreciation/(depreciation)	<u>\$ 164,898,067</u>	<u>\$ 80,775,398</u>	<u>\$ 465,860,173</u>	<u>\$ (25,858,850)</u>
Book cost	<u>\$ 991,349,097</u>	<u>\$ 226,119,305</u>	<u>\$ 1,241,094,413</u>	<u>\$ 163,179,479</u>

## 3. COMMITMENTS AND CONTINGENCIES

In the normal course of business, the Funds enter into contracts that contain a variety of representations and warranties and which provide general indemnifications. The Funds' maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Funds that have not yet occurred.

In 2016, the Third Avenue Focused Credit Fund became party to various derivative, securities class action and books and records lawsuits.

In 2016, the Adviser became party to various derivative and securities class action lawsuits.

For additional information regarding the accounting policies of the Funds, refer to the most recent financial statements in the N-CSR filing at [www.sec.gov](http://www.sec.gov).

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## TRANSFER AGENT

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New York, NY 10017

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## THIRD AVENUE MANAGEMENT

Third Avenue offers multiple investment solutions with unique exposures and return profiles. Our core strategies are currently available through '40Act mutual funds and customized accounts. If you would like further information, please contact a Relationship Manager at:

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

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