



DIM FUNDS SICAV S.A.

Investment company with variable capital (SICAV)
Undertaking for collective investment in transferable securities (UCITS)

Audited Annual Report
As at December 31st, 2016

Luxembourg Trade and Companies Register (R.C.S.) No. B 138.205

Subscriptions may only be accepted on the basis of the latest prospectus which is only valid if accompanied by the last available annual report and, if applicable, the last available half-yearly report if the latter was published after the last annual report.

DIM FUNDS SICAV S.A.

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DIM FUNDS SICAV S.A.

Organization

Registered Office :

12, rue Eugène Ruppert, L-2453 Luxembourg

Date of constitution :

April 4th, 2008

Board of Directors :

Chairman :

- Mr Thomas de Mevius, Chairman,
DIM Funds SICAV S.A.

Directors :

- Mr Corentin Scavée, Director
- Mr Theo Vermaelen, Director
- Mr Urs Peyer, Director
- Mr Edouard Thijssen, Director
- Mr Pierre Nothomb, Director

Management Company:

Degroof Petercam Asset Services S.A. ^(*)
12, rue Eugène Ruppert, L-2453 Luxembourg

Custodian, Administration Agent, Registrar and Transfer Agent, Paying Agent

Domiciliary and Corporate Agent:

Banque Degroof Petercam Luxembourg S.A. ^(*)
12, rue Eugène Ruppert, L-2453 Luxembourg

Auditor :

PricewaterhouseCoopers, Société coopérative
2, rue Gerhard Mercator, BP 1443, L-1014 Luxembourg

Legal Advisor:

Delagardelle Law Firm
23, route d'Arlon, L-8008 Strassen

(*) Cf. note 9

DIM FUNDS SICAV S.A.

General information of the SICAV

DIM FUNDS SICAV S.A (the “SICAV”) was incorporated under the scope of the law of February 13th, 2007 relating to specialised investment funds, as amended for an unlimited period of time in the legal form of a “société en commandite par actions”. The Articles were published in the Mémorial on May 23rd, 2008.

The Company has been converted into an undertaking for collective investment in transferable securities (“UCITS”) - investment company with variable capital (Société d'Investissement à Capital Variable), under the laws of the Grand Duchy of Luxembourg, in particular Part I of the amended Law of 2010 on December 5th, 2014. The Articles are published in the Mémorial on January 15th, 2015.

The SICAV has one Sub-Fund as at December 31st, 2016 :

- DIM FUNDS SICAV S.A - PV Buyback USA.

and offers the following Classes of Shares, denominated in the Sub-Fund’s currency :

- Class A
- Class B, with a minimum initial subscription amount of EUR 250.000

The Net Asset Value per Share of each Class is calculated on every Luxembourg Business Day with the exception of Good Friday and December 24th.

DIM FUNDS SICAV S.A.

Board of Directors' Report

With a return of 20,8% in 2016, we beat our benchmark by 1,3 % with similar volatility and beta. 2016 was a volatile year that started badly with oil trading at \$25 triggering fear of a global crisis but ended with a rally inspired by the hopes raised by Donald Trump. The rally was mainly concentrated in small caps that are expected to gain more from Trump's tax and deregulation policies. As a result, the Russell beat the S&P 500 by 10%. The general sense of optimism is also reflected in the US consumer confidence indicators that reached their highest level in 15 years.

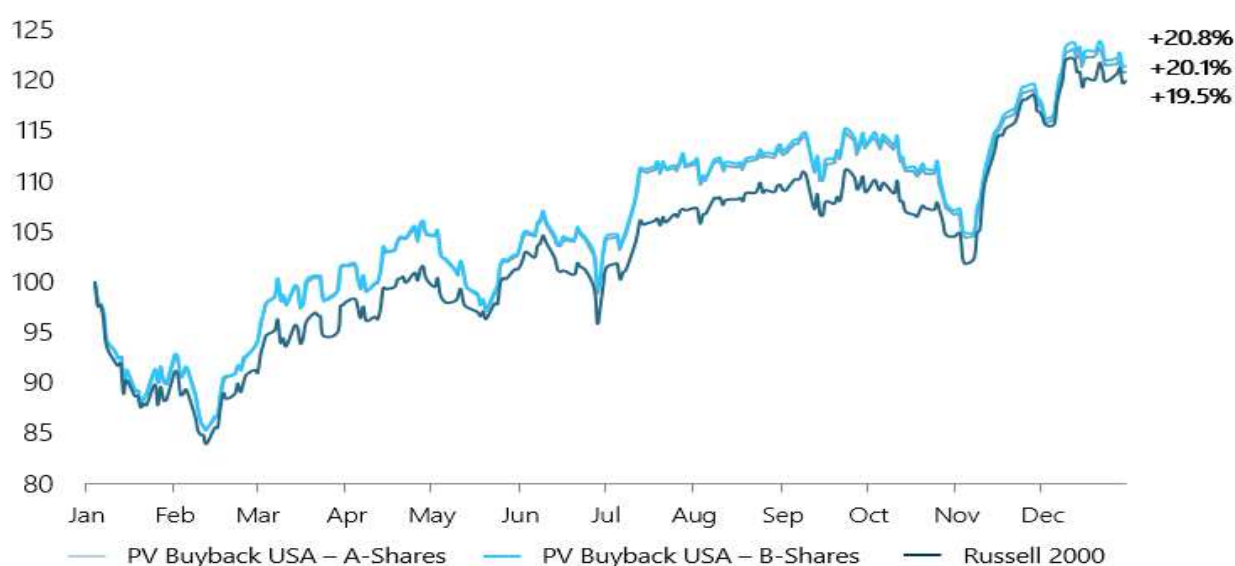


Figure 1 - Performance in 2016

Since inception, we earned 93,2%, and we are now 33,2% ahead of our benchmark. We have now a track record of 5 calendar years. Since December 31st, 2011, we earned 127% (18% p.a.) well above the Russell and the S&P. The stronger dollar even made our European investors earn 184% in euros. Every single year, we beat our benchmark and we obviously will do our best to maintain this performance in the future.



Figure 2 – Performance since Inception

DIM FUNDS SICAV S.A.

Board of Directors' Report

It was also the year of takeovers: 10 of the 90 companies in our portfolio.

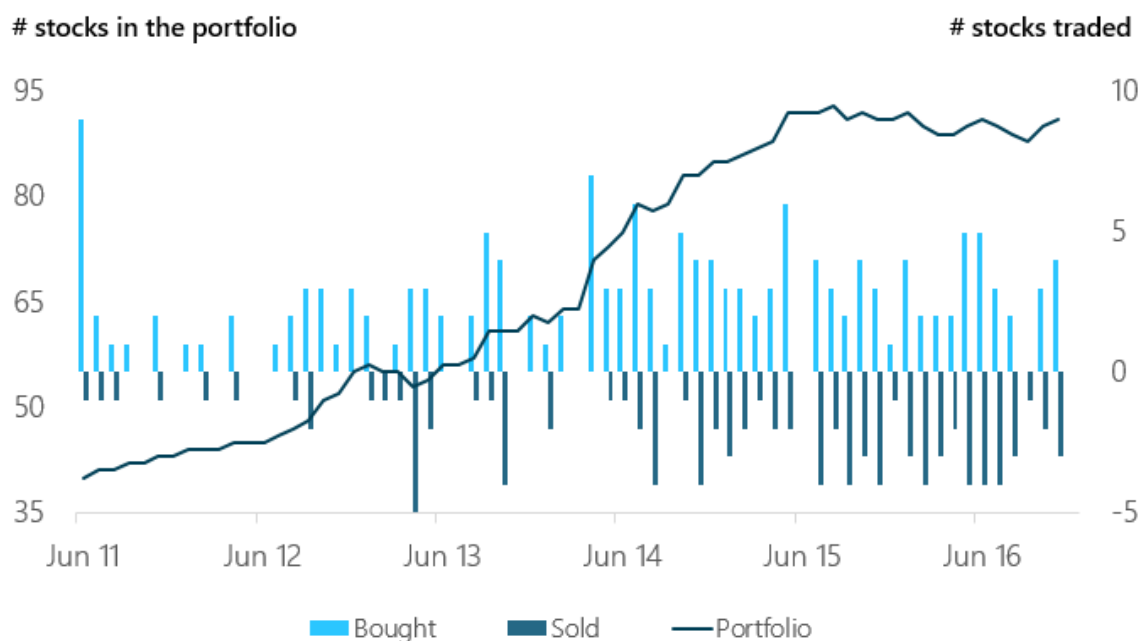


Figure 3 – Turnover of the portfolio holdings

Finally, our assets have grown from \$7m to \$53m, an increase of 657,14%. We thank you for your trust.

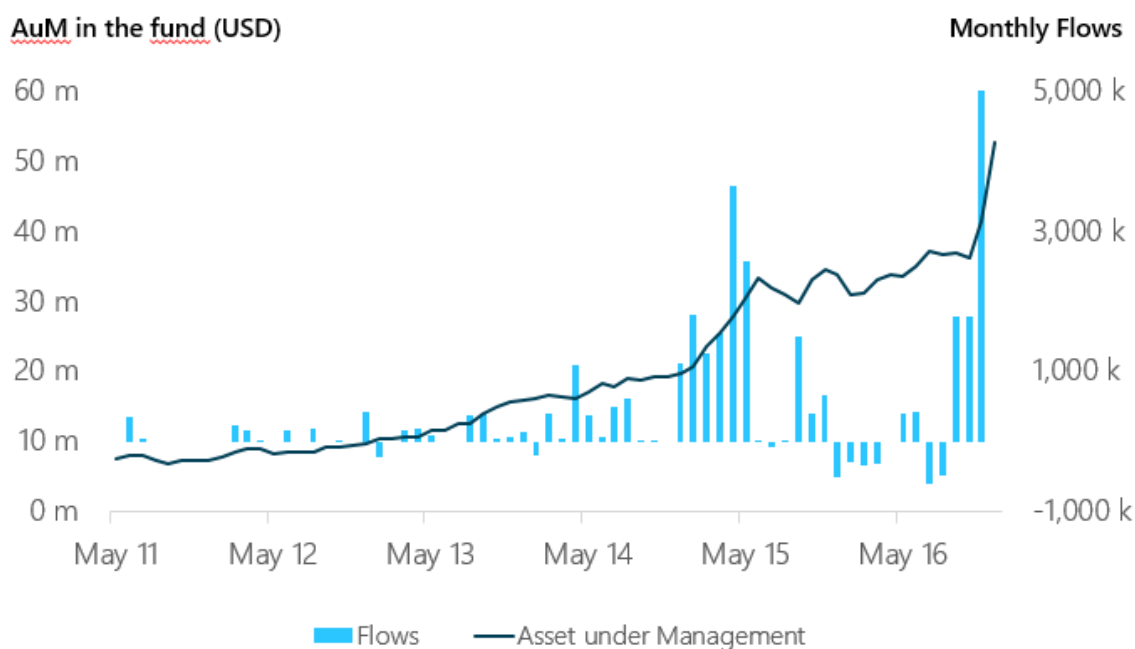
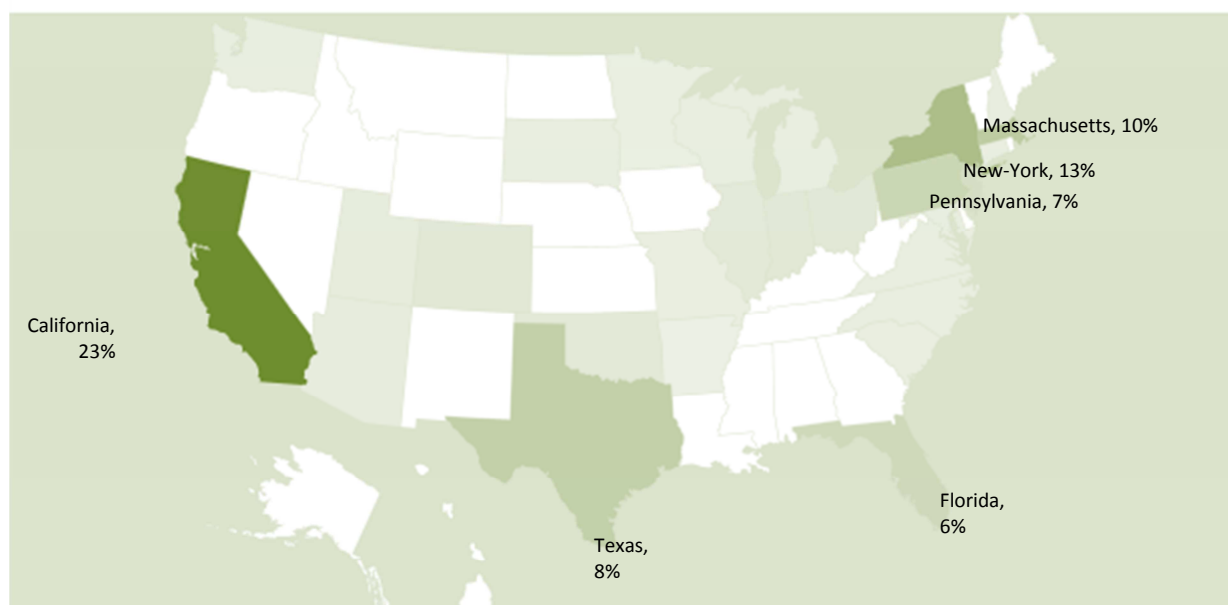


Figure 4 – Evolution of Assets under Management

DIM FUNDS SICAV S.A.

Board of Directors' Report

Figure 5 - Portfolio breakdown by state of domiciliation



Percentages are displayed for all states representing more than 5% of the portfolio, excluding shares in companies with no operating business in the US (which account for 4.1% of the portfolio)

DIM FUNDS SICAV S.A.

Board of Directors' Report

Figure 6 - Portfolio breakdown by Sector



Only companies with the highest share in their respective sector within our Portfolio are represented by their logo.

Luxembourg, February 27th, 2017



Audit report

To the Shareholders of DIM FUNDS SICAV S.A.

We have audited the accompanying financial statements of DIM FUNDS SICAV S.A. and of each of its Sub-Funds, which comprise the statement of net assets and the schedule of investments as at December 31st, 2016 and the statement of operations and changes in net assets for the year then ended, and a summary of significant accounting policies and other explanatory notes to the financial statements.

Responsibility of the Board of Directors of the SICAV for the financial statements

The Board of Directors of the SICAV is responsible for the preparation and fair presentation of these financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation of the financial statements and for such internal control as the Board of Directors of the SICAV determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Responsibility of the “Réviseur d’entreprises agréé”

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing as adopted for Luxembourg by the “Commission de Surveillance du Secteur Financier”. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the judgment of the “Réviseur d’entreprises agréé”, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the “Réviseur d’entreprises agréé” considers internal control relevant to the entity’s preparation and fair presentation of the financial statements 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 the entity’s internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors of the SICAV, as well as evaluating the overall presentation of the financial statements.

PricewaterhouseCoopers, Société coopérative, 2 rue Gerhard Mercator, B.P. 1443, L-1014 Luxembourg
T: +352 494848 1, F: +352 494848 2900, www.pwc.lu

Cabinet de révision agréé. Expert-comptable (autorisation gouvernementale n°10028256)
R.C.S. Luxembourg B 65 477 - TVA LU25482518



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of DIM FUNDS SICAV S.A. and of each of its Sub-Funds as of December 31st, 2016, and of the results of their operations and changes in their net assets for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation of the financial statements.

Other information

The Board of Directors of the SICAV is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our audit report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report this fact. We have nothing to report in this regard.

PricewaterhouseCoopers, Société coopérative
Represented by

Luxembourg, March 28th, 2017

A handwritten signature in black ink, which appears to be 'Valérie Arnold', is written over a circular stamp. The stamp contains the name 'Valérie Arnold' in a sans-serif font.

Valérie Arnold

DIM FUNDS SICAV S.A.

Combined Statement of Net Assets as at December 31st, 2016

	Notes	Combined (IN EUR)
ASSETS		
Investments in Securities	1a	49.580.915,87
Cash at Banks		381.572,65
Dividends Receivable on Shares		10.781,71
Total ASSETS		49.973.270,23
LIABILITIES		
Taxes and Expenses Payable	3	146.560,88
Overdraft Interest Payable		0,03
Total LIABILITIES		146.560,91
NET ASSETS		49.826.709,32

The accompanying notes form an integral part of these Financial Statements.

DIM FUNDS SICAV S.A.
Combined Statement of Operations and Changes in Net Assets
from January 1st, 2016 to December 31st, 2016

	Notes	Combined (IN EUR)
INCOME		
Dividends, net of taxes	1g	328.422,70
Interest on Bonds, net of taxes	1g	59.198,52
Interest on Cash Accounts		4.196,01
Other Income on CFD		70.699,00
Total INCOME		462.516,23
EXPENSES		
Management Fees	4	438.407,14
Custodian Fees		24.800,90
Subscription Tax	5	49.848,88
Administration Fees		71.831,80
Transaction Fees		119.679,42
Miscellaneous Fees	6	53.357,24
Overdraft Interest		5.134,73
Interest Paid on CFD		5.484,08
Taxes paid to Foreign Authorities		2.446,74
Performance Fees	4	50.472,37
Total EXPENSES		821.463,30
NET PROFIT / LOSS		-358.947,07
Net Realised Profit / (Loss)		
- on investments	1b	1.750.882,76
- on currencies		-208.435,24
- on futures		-10.950,96
- on CFD		-355.451,88
NET REALISED PROFIT / (LOSS)	1e	817.097,63
Change in Net Unrealised Appreciation / (Depreciation)		
- on investments		5.308.830,14
- on futures		-33.407,24
RESULT OF OPERATIONS		6.092.520,53
- Subscriptions		18.023.418,95
- Redemptions		-24.591.391,57
Net result of operations for the financial year		-475.452,09
Net assets at the beginning of the financial year		49.371.211,82
Difference from currencies exchange between 31/12/15 to 31/12/16		930.949,59
Net assets at the end of the financial statements		49.826.709,32

The accompanying notes form an integral part of these Financial Statements.

DIM FUNDS SICAV S.A.

Statement of Net Assets as at December 31st, 2016

	NOTES	PV BUYBACK USA (IN USD)
ASSETS		
Investments in Securities	1a	52.295.471,02
Cash at Banks		402.463,75
Dividends Receivable on Shares		11.372,01
Total ASSETS		52.709.306,78
LIABILITIES		
Taxes and Expenses Payable	3	154.585,09
Overdraft Interest Payable		0,03
Total LIABILITIES		154.585,12
NET ASSETS		52.554.721,66
Number of Shares Outstanding (at the end of the Financial Year)		
- Class A		15.948,142
- Class B		256.223,732
Net Asset Value per Share (at the end of the Financial Year)		
- Class A		191,14
- Class B		193,22

The accompanying notes form an integral part of these Financial Statements.

DIM FUNDS SICAV S.A.
Statement of Operations and Changes in Net Assets
from January 1st, 2016 to December 31st, 2016

	NOTES	GLOBAL FLEXIBLE (IN EUR)	PV BUYBACK USA (IN USD)
INCOME			
Dividends, net of taxes	1g	107.200,08	233.334,56
Interest on Bonds, net of taxes	1g	59.198,52	0,00
Interest on Cash Accounts		3.795,40	422,54
Other Income on CFD		70.699,00	0,00
Total INCOME		240.893,00	233.757,10
EXPENSES			
Management Fees	4	96.920,88	360.182,63
Custodian Fees		6.064,26	19.762,47
Subscription Tax	5	21.005,90	30.422,13
Administration Fees		22.321,38	52.221,12
Transaction Fees		75.818,87	46.261,91
Miscellaneous Fees	6	12.783,64	42.795,00
Overdraft Interest		4.905,07	242,23
Interest Paid on CFD		5.484,08	0,00
Taxes paid to Foreign Authorities		0,00	2.580,70
Performance Fees	4	0,00	53.235,73
Total EXPENSES		245.304,08	607.703,92
NET PROFIT / LOSS		-4.411,08	-373.946,82
Net Realised Profit / (Loss)			
- on investments	1b	-784.957,06	2.674.677,05
- on currencies		-208.819,14	404,92
- on futures		-10.950,96	0,00
- on CFD		-355.451,88	0,00
NET REALISED PROFIT / (LOSS)	1e	-1.364.590,12	2.301.135,15
Change in Net Unrealised Appreciation / (Depreciation)			
- on investments		1.005.802,46	4.538.618,45
- on futures		-33.407,24	0,00
RESULT OF OPERATIONS		-392.194,90	6.839.753,60
- Subscriptions		1.150.000,00	17.797.238,64
- Redemptions		-19.006.383,37	-5.890.787,40
Net result of operations for the financial year		-18.248.578,27	18.746.204,84
Net assets at the beginning of the financial year		18.248.578,27	33.808.516,82
Net assets at the end of the financial statements		0,00	52.554.721,66

The accompanying notes form an integral part of these Financial Statements.

DIM FUNDS SICAV S.A.

Schedule of Investments as at December 31st, 2016

PV BUYBACK USA					
Description	Quantity/ Nominal	Ccy	Acquisition Cost (in USD)	Market Value as at 31.12.2016 (in USD)	% Total Net Assets
Transferable Securities admitted to an Official Stock Exchange or dealt in on Another Regulated Market					
Shares & Related Securities					
OSISKO GOLD ROYALTIES LTD	59.100	CAD	609.305,75	576.884,75	1,10
Total CANADIAN DOLLAR			609.305,75	576.884,75	1,10
8X8 INC.	42.000	USD	341.491,89	600.600,00	1,14
ABIOMED INC.	1.700	USD	24.050,35	191.556,00	0,36
ADVANCED ENERGY INDUSTRIES INC.	14.000	USD	298.421,04	766.500,00	1,46
AEGION CORP.	23.000	USD	449.679,85	545.100,00	1,04
AEROVIRONMENT INC.	20.800	USD	445.453,50	558.064,00	1,06
ALLSCRIPTS HEALTHCARE SOLUTIONS INC.	53.700	USD	587.908,06	548.277,00	1,04
AMAG PHARMACEUTICALS INC.	17.800	USD	446.116,76	619.440,00	1,18
AMTECH SYSTEMS INC.	131.563	USD	735.547,82	556.906,18	1,06
ARC DOCUMENT SOLUTIONS INC.	122.400	USD	472.677,27	621.792,00	1,18
ASCENA RETAIL GROUP INC.	79.800	USD	552.908,65	493.962,00	0,94
ATLAS AIR WORLDWIDE HOLDINGS INC.	11.800	USD	511.711,69	615.370,00	1,17
AUTOBYTEL INC.	40.500	USD	440.021,91	544.725,00	1,04
BABCOCK & WILCOX ENTERPRISES INC.	34.000	USD	526.463,54	564.060,00	1,07
BANC OF CALIFORNIA INC.	36.000	USD	520.243,70	624.600,00	1,19
BLACK BOX CORP.	37.400	USD	481.316,92	570.350,00	1,09
BOINGO WIRELESS INC.	46.750	USD	362.100,44	569.882,50	1,08
BOTTOMLINE TECHNOLOGIES INC.	24.100	USD	564.386,78	602.982,00	1,15
CALAMP CORP.	34.900	USD	510.217,22	506.050,00	0,96
CALIX INC.	73.400	USD	549.988,05	565.180,00	1,08
CAPITAL BANK FINANCIAL CORP. -A-	19.000	USD	455.077,15	745.750,00	1,42
CDI CORP.	77.000	USD	523.019,10	569.800,00	1,08
COMPUTER TASK GROUP INC.	116.000	USD	521.168,05	488.360,00	0,93
CONTROL4 CORP.	52.400	USD	496.314,37	534.480,00	1,02
DAKTRONICS INC.	58.000	USD	401.081,60	620.600,00	1,18
DHI GROUP INC.	88.000	USD	592.408,75	550.000,00	1,05
DSP GROUP INC.	49.700	USD	495.935,52	648.585,00	1,23
EDWARDS LIFESCIENCES CORP.	6.150	USD	251.895,39	576.255,00	1,10
EMERGENT BIOSOLUTIONS INC.	16.100	USD	507.545,00	528.724,00	1,01
FLUSHING FINANCIAL CORP.	24.200	USD	557.266,12	711.238,00	1,35
FRANCESCA S HOLDINGS CORP.	29.000	USD	494.701,55	522.870,00	0,99
GLOBAL EAGLE ENTERTAINMENT CORP.	79.000	USD	592.168,39	510.340,00	0,97

DIM FUNDS SICAV S.A.

Schedule of Investments as at December 31st, 2016

PV BUYBACK USA					
Description	Quantity/ Nominal	Ccy	Acquisition Cost (in USD)	Market Value as at 31.12.2016 (in USD)	% Total Net Assets
GLU MOBILE INC.	268.900	USD	588.820,52	521.666,00	0,99
GRAHAM CORP.	26.000	USD	545.309,24	575.900,00	1,10
GRIFFON CORP.	25.600	USD	347.930,38	670.720,00	1,28
GSI TECHNOLOGY INC.	92.500	USD	409.262,70	573.500,00	1,09
HAEMONETICS CORP.	13.500	USD	502.378,99	542.700,00	1,03
HIMAX TECHNOLOGIES INC. SPONSORED ADR	89.000	USD	533.342,27	537.560,00	1,02
HMS HOLDINGS CORP.	31.000	USD	277.279,50	562.960,00	1,07
II VI INC.	20.400	USD	350.702,18	604.860,00	1,15
INNOVATIVE SOLUTIONS & SUPPORT IN	144.290	USD	597.583,31	480.485,70	0,91
INUVO INC.	200.000	USD	365.314,90	334.000,00	0,64
IROBOT CORP.	12.600	USD	447.938,27	736.470,00	1,40
ITERIS INC.	203.000	USD	389.272,88	738.920,00	1,41
KIMBALL ELECTRONICS INC.	34.000	USD	408.000,00	618.800,00	1,18
KRATON CORP.	18.000	USD	351.093,24	512.640,00	0,98
LAKELAND INDUSTRIES INC.	46.928	USD	459.900,10	488.051,20	0,93
LIVEPERSON INC.	80.000	USD	372.000,00	604.000,00	1,15
LUXFER HOLDINGS PLC -ADR-	49.000	USD	614.342,71	533.610,00	1,02
MAGICJACK VOCALTEC LTD	80.100	USD	563.811,16	548.685,00	1,04
MARCHEX INC. -B-	186.346	USD	652.706,90	493.816,90	0,94
MARLIN BUSINESS SERVICES CORP.	27.000	USD	510.807,32	564.300,00	1,07
MATRIX SERVICE CO	25.900	USD	498.092,63	587.930,00	1,12
MEDALLION FINANCIAL INC.	182.000	USD	975.410,84	549.640,00	1,05
MEETME INC.	109.300	USD	299.584,75	538.849,00	1,03
MIX TELEMATICS LTD -ADR-	86.000	USD	515.252,21	532.340,00	1,01
MONOTYPE IMAGING HOLDINGS INC.	27.900	USD	601.962,23	553.815,00	1,05
NAPCO SECURITY TECHNOLOGIES INC.	63.965	USD	324.558,88	543.702,50	1,03
NATURAL GROCERS BY VITAMIN COTTAGE	46.100	USD	595.746,41	548.129,00	1,04
NEWSTAR FINANCIAL INC.	69.900	USD	706.648,50	646.575,00	1,23
NGL ENERGY PARTNERS LP	32.000	USD	660.427,45	672.000,00	1,28
OFFICE DEPOT INC.	120.900	USD	511.129,01	546.468,00	1,04
OMNOVA SOLUTIONS INC.	62.000	USD	434.383,99	620.000,00	1,18
ORTHOFIX INTERNATIONAL N.V.	16.700	USD	543.562,45	604.206,00	1,15
PARK ELECTROCHEMICAL CORP.	29.000	USD	562.011,48	540.850,00	1,03
PC-TEL INC.	96.373	USD	613.628,39	518.486,74	0,99
PICO HOLDINGS INC.	41.500	USD	456.421,37	628.725,00	1,20
PROVIDENCE SERVICE CORP.	13.500	USD	519.697,07	513.675,00	0,98
PROVIDENT FINANCIAL HOLDINGS INC.	28.000	USD	455.392,64	566.160,00	1,08
RCI HOSPITALITY HOLDINGS INC.	35.000	USD	377.824,70	598.500,00	1,14
SHORETEL INC.	81.000	USD	540.774,61	579.150,00	1,10
STEALTHGAS INC.	156.800	USD	721.513,31	529.984,00	1,01

DIM FUNDS SICAV S.A.

Schedule of Investments as at December 31st, 2016

PV BUYBACK USA					
Description	Quantity/ Nominal	Ccy	Acquisition Cost (in USD)	Market Value as at 31.12.2016 (in USD)	% Total Net Assets
SUPERIOR ENERGY SERVICES INC.	36.000	USD	645.102,92	607.680,00	1,16
SYNALLOY CORP.	50.629	USD	508.815,38	554.387,55	1,05
SYNERON MEDICAL LTD	70.000	USD	642.006,59	588.000,00	1,12
TECHTARGET INC.	64.000	USD	516.132,64	545.920,00	1,04
TOWER INTERNATIONAL INC.	20.000	USD	410.510,00	567.000,00	1,08
TRIPLE-S MANAGEMENT CORP. -B-	23.600	USD	582.542,47	488.520,00	0,93
TSAKOS ENERGY NAVIGATION LTD	128.000	USD	649.252,77	600.320,00	1,14
UFP TECHNOLOGIES INC.	22.000	USD	498.321,00	559.900,00	1,07
ULTRATECH STEPPER INC.	24.000	USD	422.354,22	575.520,00	1,10
UNITED COMMUNITY FINANCIAL CORP.	84.000	USD	380.932,07	750.960,00	1,43
UNIVERSAL CORP.	9.400	USD	504.712,79	599.250,00	1,14
UNIVERSAL DISPLAY CORP.	9.800	USD	329.206,45	551.005,00	1,05
UNIVERSAL INSURANCE HOLDINGS INC.	21.900	USD	461.058,00	621.960,00	1,18
VAALCO ENERGY INC.	583.000	USD	679.144,55	606.320,00	1,15
VISHAY PRECISION GROUP INC.	40.000	USD	561.368,65	758.000,00	1,44
VITAMIN SHOPPE INC.	25.500	USD	757.525,26	605.625,00	1,15
WABASH NATIONAL CORP.	38.500	USD	516.107,15	609.070,00	1,16
WATERSTONE FINANCIAL INC.	32.500	USD	447.447,90	598.000,00	1,14
XCERRA CORP.	78.000	USD	504.033,86	595.920,00	1,12
Total DOLLAR US			44.927.680,59	51.718.586,27	98,41
Total Transferable Securities admitted to an Official Stock Exchange or dealt in on Another Regulated Market			45.536.986,34	52.295.471,02	99,51
Total Portfolio			45.536.986,34	52.295.471,02	99,51

The accompanying notes form an integral part of these Financial Statements.

DIM FUNDS SICAV S.A.

Geographic Allocation as at December 31st, 2016

PV BUYBACK USA	% TOTAL NETS ASSETS
UNITED STATES OF AMERICA	88,97
ISRAEL	2,16
CURACAO	1,15
BERMUDAS	1,14
CANADA	1,10
CAYMAN ISLANDS	1,02
UNITED KINGDOM	1,02
SOUTH AFRICA	1,01
MARSHALL ISLANDS	1,01
PUERTO RICO	0,93
Total Portfolio	99,51

These allocations of assets were established on basis of data (gross) used by the Central Administration and do not reflect inevitably the economic analysis which directed the assets selection.

DIM FUNDS SICAV S.A.

Economic Allocation as at December 31st, 2016

PV BUYBACK USA	% TOTAL NETS ASSETS
ELECTRIC & ELECTRONIC COMPONENTS	14,59
FINANCIAL SERVICES - HOLDINGS	12,51
IT & INTERNET	10,83
BANKS	7,51
PHARMACOLOGY & PERSONAL CARE	4,76
OTHER SERVICES	4,10
ELECTRIC & ELECTRONIC MATERIALS	3,61
OIL & DERIVED	3,43
BUILDING MATERIALS	3,37
MECHANICAL CONSTRUCTION	3,35
PUBLISHING & BROADCASTING	3,21
TELECOMMUNICATIONS	3,20
INSURANCE COMPANIES	2,38
ROAD VEHICLES	2,24
RETAIL TRADING, DEPARTMENT STORES	2,19
INFORMATION, TECHNOLOGY & COPIERS	2,08
MISCELLANEOUS	2,07
HEALTH CARE & SERVICES	2,02
AEROSPACE INDUSTRY & DEFENCE	1,98
MISCELLANEOUS CONSUMER GOODS	1,40
CHEMICAL PRODUCTS	1,18
AIRLIFT	1,17
ROAD & RAILWAY TRANSPORTS	1,14
TOBACCO & SPIRITS	1,14
PACKAGING INDUSTRY	1,07
FOOD & CLEANING MATERIALS	1,04
BIOTECHNOLOGY	1,01
TEXTILE & GARMENTS	0,93
Total Portfolio	99,51

These allocations of assets were established on basis of data (gross) used by the Central Administration and do not reflect inevitably the economic analysis which directed the assets selection.

DIM FUNDS SICAV S.A.
Allocation by currency as at December 31st, 2016

PV BUYBACK USA	% TOTAL NETS ASSETS
US DOLLAR	98,41
CANADIAN DOLLAR	1,10
Total Portfolio	99,51

These allocations of assets were established on basis of data (gross) used by the Central Administration and do not reflect inevitably the economic analysis which directed the assets selection.

DIM FUNDS SICAV S.A.

Changes in the number of shares

	GLOBAL FLEXIBLE (*)	PV BUYBACK USA
Shares issued and outstanding at beginning of the financial year		
- Class A	261,936	1.419,541
- Class B	213.586,254	209.954,756
Shares issued during the financial year		
- Class A	0,000	14.865,601
- Class B	14.112,161	80.292,539
Shares redeemed during the financial year		
- Class A	261,936	337,000
- Class B	227.698,415	34.023,563
Shares issued and outstanding at end of the financial year		
- Class A	0,000	15.948,142
- Class B	0,000	256.223,732

(*) Cf. note 9

DIM FUNDS SICAV S.A.

Changes in Capital, Total Net Assets and Net Asset Value per Share

SUB-FUND	VALUATION DATE	SHARES OUTSTANDING	TOTAL NET ASSETS	SHARE PRICE
GLOBAL FLEXIBLE (in EUR)	31.12.2014	11,936 Class A	19.079.432,30	83,77 Class A
		227.739,766 Class B		83,77 Class B
	31.12.2015	261,936 Class A	18.248.578,27	84,78 Class A
		213.586,254 Class B		85,33 Class B
	11.07.2016 (*)	36,936 Class A	17.620.404,54	82,50 Class A
		211.698,415 Class B		83,22 Class B
PV BUYBACK USA (in USD)	31.12.2014	7,541 Class A	19.799.811,15	158,49 Class A
		125.012,051 Class B		158,37 Class B
		0,000 Class M		0,00 Class M
	31.12.2015	1.419,541 Class A	33.808.516,82	159,11 Class A
		209.954,756 Class B		159,95 Class B
	31.12.2016	15.948,142 Class A	52.554.721,66	191.14 Class A
		256.223,732 Class B		193.22 Class B

(*) Cf. note 9

DIM FUNDS SICAV S.A.

Notes to the Financial Statements as at December 31st, 2016

Note 1 - Accounting principles and methods

The Financial Statements of DIM FUNDS SICAV S.A. (the "SICAV") have been prepared in accordance with generally accepted legal and regulatory requirements and accounting principles in Luxembourg, including the following significant policies :

a) Valuation of investments

The value of securities and instruments which are listed or traded on a stock exchange shall be determined according to the last available price.

The value of securities and instruments which are traded on another regulated market functioning regularly, recognized and open to the public, shall be determined according to the last available price.

Money-market instruments and fixed-income securities may be valued on the basis of the amortised cost method. This method involves valuing a security at its cost and thereafter assuming a constant amortization to maturity of any discount or premium regardless of the impact of fluctuating interest rates on the market value of the security. While this method provides certainty in valuation, it may result in periods during which value as determined by amortised cost, is higher or lower than the price the Company would receive if it sold the securities. In case of material changes in market conditions, the valuation basis of the security is adjusted to the new market yields. The yield to a Shareholder may differ somewhat from that which could be obtained if the Company would have marked its securities to market each day.

The value of the securities representing any open-ended undertaking for collective investment shall be determined in accordance with the last official net asset value per share or according to the last estimated net asset value if the latter is more recent than the official net asset value, provided that the Board of Directors has the assurance that the method of valuation used for such estimation is coherent with that used for official calculation of net asset value.

Insofar as the securities or instruments in the portfolio on the valuation date are neither listed or traded either on a stock exchange or on another regulated market, functioning regularly, recognized and open to the public, or in the event that, with regard to securities listed and traded on a stock exchange or on such other market, the price determined shall not be representative of the real value of such transferable securities, valuation shall be based on the probable realization value which shall be estimated by the Board of Directors prudently and in good faith.

Contracts for Difference are valued based on the closing market price of the underlying security, less any financing charges attributable to each contract. Upon entering into Contracts for Difference, the SICAV may be required to pledge to the broker an amount of cash and/or other assets equal to a certain percentage of the contract amount ("initial margin"). Subsequently, payments known as "variation margin" are made or received by the SICAV periodically, depending on fluctuations in the value of the underlying security.

During the period the contracts are open, changes in the value of contracts are recognized as unrealised gains and losses by marking them to market at each valuation date in order to reflect the value of the underlying security. Realised gains or losses upon closure of the contract are equal to the difference between the value of the contract at the time it was opened including financing charges and the value at the time it was closed. Dividends attributable to open Contracts for Difference are also included in the value of the unrealised profit/loss on Contracts for Difference at the end of the period.

DIM FUNDS SICAV S.A.

Notes to the Financial Statements as at December 31st, 2016 (continued)

Note 1 - Accounting principles and methods (continued)

The liquidating value of futures, forward or options contracts not traded on exchanges or on other regulated markets shall mean their net liquidating value determined, pursuant to the policies established by the Board of Directors, on a basis consistently applied for each different variety of contracts.

The liquidating value of futures, forward or options contracts traded on exchanges or on other regulated markets shall be based upon the closing prices of these contracts on the preceding business day on exchanges and regulated markets on which the particular futures, forward or options contracts are traded by the SICAV provided that if no liquidating value is provided for a futures, forward or options contract on the day with respect to which net assets are being determined, the basis for determining the liquidating value of such contract shall be such value as the Board of Directors may deem fair and reasonable.

b) Net realised profit or loss on sale of investments

The net realised profit or loss on sale of investments is determined on the basis of the average cost of investments sold.

c) Conversion of foreign currencies

All assets expressed in currencies other than the Sub-Fund's functional currency are converted into the Sub-Fund's functional currency at the exchange rate prevailing on the closing date in Luxembourg (note 2).

The value of the SICAV's net assets is the sum of the net asset values of its Sub-Funds converted in EUR at the exchange rate prevailing in Luxembourg at the closing date of the financial statements.

d) Acquisition cost of investments

The costs of investments expressed in currencies other than the SICAV's functional currency are converted into the Sub-Fund's functional currency at the exchange rate prevailing at the purchase date.

e) Unrealised profit or loss

In accordance with current regulation, unrealised profits or losses at the end of the financial year are accounted for in the financial statements.

f) Purchases and sales of investments

The details of purchases and sales of investments may be obtained freely at the registered office of the SICAV.

g) Income

Bonds and call accounts interest are accounted for on a day-to-day basis. Dividends are taken into income on the date upon which the relevant securities are first listed as «ex-dividend».

Note 2 - Exchange rates as at December 31st, 2016

1	EUR	=	1,07200	CHF	1	EUR	=	9,58200	SEK
1	EUR	=	0,85360	GBP	1	EUR	=	1,05475	USD
1	EUR	=	123,02080	JPY	1	USD	=	1,34103	CAD
1	EUR	=	9,07900	NOK	1	USD	=	0,94809	EUR

DIM FUNDS SICAV S.A.

Notes to the Financial Statements as at December 31st, 2016 (continued)

Note 3 - Taxes and other expenses payable

Management fees (note 4)	106.387,57	EUR
Performance fees	7.878,03	EUR
Subscription tax (note 5)	6.569,55	EUR
Custodian bank fees	5.224,92	EUR
Other fees	28.525,02	EUR
Total	154.585,09	EUR

Note 4 - Management and performance fees

The Management Company is entitled to receive a Management Fee out of the assets of the Company, as further specified :

For PV Buyback USA Sub-Fund

- Class A: 1.5 % p.a.
 - Class B: 1.0% p.a.
- with a minimum of EUR 15.000 p.a..

The Management Company is entitled to receive a performance fee, out of the net assets of the Company, as further specified:

The Management Fee and Performance Fee include sales and distribution commissions as well as the remuneration of the Investment Advisory Committee.

For PV Buyback USA Sub-Fund

In case the Sub-Fund :

- has a performance which exceeds the performance of the Russell 2000 index (RTY Index) and
 - has an NAV which is above the High Watermark,
- a daily performance fee provision will be debited from the NAV.

This (positive) daily performance fee provision will amount to 10% of the difference between the variation of the NAV above the High Watermark and the variation of the Russell 2000 index

In case the Sub-Fund :

- has underperformed the Russell 2000 index and
- has accumulated a performance fee provision over a given calendar quarter.

A (negative) performance fee provision will be credited to the NAV to compensate for the underperformance. The amount credited cannot however exceed the performance fee provision for a given calendar quarter.

The calculation of the performance fee will be based on the NAV of the Sub-Fund after deduction of all costs and expenses including the management fee and the cumulative performance fee provision from the prior NAV.

DIM FUNDS SICAV S.A.

Notes to the Financial Statements as at December 31st, 2016 (continued)

Note 4 - Management and performance fees (continued)

The calculation is based on the number of shares issued by the Sub-Fund at the date of the calculation. The performance fee is calculated in respect of each calculation period of one business day. If positive, the outstanding performance fee provision is payable to the Management Company in arrears within the first month following the end of each calendar quarter. The performance fee provision is reset to zero at the beginning of each calendar quarter.

A High Watermark is applied. The High Watermark is defined as the highest end of calendar quarter NAV of the preceding two years. Based on the above, in some specific cases, a performance fee will be paid when the Sub-Fund has a performance which exceeds the performance of the Russell 2000 Index over the calendar quarter even if the NAV at the end of the calendar quarter is below the High Watermark.

Certain inequities may arise from the method of performance fee calculation. The performance fee is charged to the Sub-Fund and is not calculated in respect of the gain or loss achieved by individual shares in the Sub-Fund.

Note 5 - Subscription tax

The SICAV is subject to Luxembourg tax laws.

Under current laws and regulations, the SICAV is subject in Luxembourg to the subscription tax («taxe d'abonnement») at an annual rate of 0,05% such tax being payable quarterly and calculated on the basis of the net assets at the end of the relevant quarter.

Note 6 - Charges and expenses

Charges and expenses attributable to the SICAV as an entity are charged and split in the different Sub-Funds according to the net assets of each Sub-Fund compared to the total net assets of the SICAV. Charges and expenses attributable to one particular Sub-Fund are charged directly.

The formation, conversion and migration expenses will be paid by the Company and will be amortised over a five-year period in equal instalments. These expenses incurred by the Company are estimated at a maximum of EUR 25.000.

Note 7 - Combined balance sheet

The SICAV's combined statements are expressed in Euro.

Note 8 - Movements in the securities portfolios

The list of changes in the composition of securities portfolios is available free of charge at the registered office of the SICAV.

Note 9 - Events during the year

The Sub Fund Global Flexible was liquidated on July 11th, 2016.

On April 1st, 2016, Banque Degroof Luxembourg S.A. changed its name to Banque Degroof Petercam Luxembourg S.A..

On April 1st, 2016, Degroof Gestion Institutionnelle – Luxembourg changed its name to Degroof Petercam Asset Services S.A..

DIM FUNDS SICAV S.A.

Other Information - Unaudited

OVERALL RISK DETERMINATION

Each sub-fund must ensure that its overall risk relating to derivatives does not exceed the total net value of its portfolio.

Overall risk is a measurement designed to limit the leverage generated for each sub-fund by using derivatives. The method used to calculate overall exposure for each sub-fund of the SICAV is the 'commitment method'. The commitment method consists in converting positions on derivatives into equivalent positions on the underlying assets and then aggregating the market value of these equivalent positions.

According to the commitment methodology, the maximum level of derivative leverage is 100%.

REMUNERATION

The Management Company, Degroof Petercam Asset Services S.A., applies a remuneration policy, the purpose of which is to set the remuneration mechanisms for promoting sound and effective risk management and which do not encourage risk-taking that exceeds the level of tolerated risk, while promoting the long-term objectives and discouraging conflicts of interest.

Its Board of Directors ultimately assumes all the roles and responsibilities relating to the remuneration policy, adopting and periodically reviewing its general principles.

The Board of Directors is also responsible for its implementation. The remuneration policy is an integral part of governance and is approved by the Management Committee and then the Board of Directors.

The heads of control functions and the head of human resources contribute to preparing and revising the remuneration policy independently.

Performance is assessed every year at the Degroof Petercam Group and Management Company level. Individual staff evaluations are based on a set of financial and non-financial objectives in accordance with the role and responsibility of each employee. The evaluation focuses on the technical and behavioural skills which the employee must have a command of as part of his/her function. Remuneration is determined by taking into account the complexity of the post, the level of responsibility, the performance and the Luxembourg market conditions.

Special principles are applied for staff identified as "material risk takers": deferred payment, malus and clawback arrangements.

The amount of the Management Company's remuneration for this fund is available, free-of-charge, from the registered office of the Management Company on request by the shareholders of the SICAV.

According to the "European Securities and Markets Authority (ESMA) Guidelines", the UCITS V requirements in terms of remuneration will be effective from January 1st, 2017, at the end of the first accounting year following their implementation.

The amounts of remuneration are therefore not mentioned in this report.