



THIRD  
POINT

FINANCIAL STATEMENTS

# THIRD POINT OFFSHORE FUND, LTD.

Unaudited Condensed Interim Financial Statements  
Period Ended June 30, 2020

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# Statements of Assets and Liabilities

	<u>Unaudited</u>	<u>Audited</u>
	June 30, 2020	December 31, 2019
	\$	\$
<b>(Stated in United States Dollars)</b>		
<b>Assets</b>		
Cash	13,475,394	208,450,192
Investment in Third Point Offshore Master Fund L.P., at fair value	5,412,620,299	6,128,416,323
Redemptions receivable from Third Point Offshore Master Fund L.P.	366,616,627	115,896,172
<b>Total assets</b>	<b>5,792,712,320</b>	<b>6,452,762,687</b>
<b>Liabilities</b>		
Shareholder redemptions payable	366,616,627	115,896,172
Shareholder subscriptions received in advance	13,457,880	208,447,614
Accrued expenses	66,721	135,543
<b>Total liabilities</b>	<b>380,141,228</b>	<b>324,479,329</b>
<b>Net assets</b>	<b>5,412,571,092</b>	<b>6,128,283,358</b>
<b>Net asset value per share (See Note 4)</b>		

*See accompanying notes and attached financial statements of Third Point Offshore Master Fund L.P.*

# Unaudited Statements of Operations

(Stated in United States Dollars)	Half year June 30, 2020 \$	Half year June 30, 2019 \$
<b>Realized and unrealized gain/(loss) on investment transactions allocated from Third Point Offshore Master Fund L.P.</b>		
Net realized gain from securities and foreign currency translations	274,060,953	188,107,847
Net realized (loss)/gain from affiliated investment funds and foreign currency translations	(1,441,028)	28,035,739
Net realized (loss)/gain from derivative contracts and foreign currency translations	(24,953,244)	13,999,772
Net change in unrealized gain on securities and foreign currency translations	(588,498,751)	604,306,454
Net change in unrealized gain on affiliated investment funds and foreign currency translations	(17,342,707)	(13,842,018)
Net change in unrealized gain on derivative contracts and foreign currency translations	(105,037,346)	32,763,083
Net (loss)/gain from currencies	(6,403,444)	(4,042,149)
<b>Net realized and unrealized (loss)/gain from investment transactions allocated from Third Point Offshore Master Fund L.P.</b>	<b>(469,615,567)</b>	<b>849,328,728</b>
<b>Investment income allocated from Third Point Offshore Master Fund L.P.</b>		
Interest	52,368,126	62,049,932
Dividends, net of withholding taxes of \$6,939,472 (2019: \$12,133,625)	16,370,370	26,440,047
Stock loan fees	2,904,625	14,827,543
Other	1,377,170	1,355
<b>Total investment income allocated from Third Point Offshore Master Fund L.P.</b>	<b>73,020,291</b>	<b>103,318,877</b>
<b>Investment expenses allocated from Third Point Offshore Master Fund L.P.</b>		
Management Fee	46,093,655	50,797,255
Dividends on securities sold, not yet purchased	10,168,172	16,483,074
Interest	9,019,101	12,413,068
Administrative and professional fees	3,854,208	3,987,276
Research fees	2,997,744	3,944,853
Stock borrow fees	1,401,006	729,812
Other	144,124	6,146,057
<b>Total investment expenses allocated from Third Point Offshore Master Fund L.P.</b>	<b>73,678,010</b>	<b>94,501,395</b>
<b>Net investment (loss)/income allocated from Third Point Offshore Master Fund L.P.</b>	<b>(657,719)</b>	<b>8,817,482</b>

# Unaudited Statements of Operations continued

<i>(Stated in United States Dollars)</i>	Half year June 30, 2020 \$	Half year June 30, 2019 \$
<b>Fund expenses</b>		
Administrative and professional fees	154,753	157,128
Other	54,147	92,342
<b>Total Fund expenses</b>	<b>208,900</b>	<b>249,470</b>
<b>Net investment income/(loss)</b>	<b>(866,619)</b>	<b>8,568,012</b>
<b>Incentive allocated to General Partner of Third Point Offshore Master Fund L.P.</b>	<b>(72,284)</b>	<b>(85,568,931)</b>
<b>Net (decrease)/increase in net assets resulting from operations</b>	<b>(470,554,470)</b>	<b>772,327,809</b>

*See accompanying notes and attached financial statements of Third Point Offshore Master Fund L.P.*

# Statements of Changes in Net Assets

	Unaudited Half-year June 30, 2020 \$	Audited Year ended December 31, 2019 \$
<i>(Stated in United States Dollars)</i>		
<b>Increase (decrease) in net assets resulting from operations</b>		
Allocated from investment in Third Point Offshore Master Fund L.P.		
Net realized gain from securities and foreign currency translations	274,060,953	70,707,256
Net realized (loss)/gain from affiliated investment funds and foreign currency translations	(1,441,028)	28,138,543
Net realized (loss)/gain from derivative contracts and foreign currency translations	(24,953,244)	84,914,470
Net change in unrealized gain on securities and foreign currency translations	(588,498,751)	867,404,632
Net change in unrealized gain on affiliated investment funds and foreign currency translations	(17,342,707)	(7,238,601)
Net change in unrealized loss on derivative contracts and foreign currency translations	(105,037,346)	43,379,780
Net loss from currencies	(6,403,444)	(3,041,738)
Net investment gain	(657,719)	14,556,248
Incentive allocated to General Partner of Third Point Offshore Master Fund L.P.	(72,284)	(109,942,025)
Total Fund expenses	(208,900)	(424,087)
<b>Net (decrease)/increase in net assets resulting from operations</b>	<b>(470,554,470)</b>	<b>988,454,478</b>
<b>Increase (decrease) in net assets resulting from capital share transactions</b>		
Class E Shares issued	16,016,815	63,644,025
Class F Shares issued	13,562,000	27,638,658
Class G Shares issued	11,295	12,048
Class H-N Shares issued	3,000	-
Class N Shares issued	206,002,000	33,975,300
Class O Shares issued	2,000	573,950
Class P Shares issued	2,000	11,000,000
Class Q Shares issued	2,000	-
Class EH Shares issued	32,892,160	-
Class OH Shares issued	1,200,000	-
Class FH Shares issued	5,631,200	-
Class EH-T Shares issued	800,000	-
Class A Shares redeemed	-	(1,836,355)
Class C Shares redeemed	-	(1,275,960)
Class D Shares redeemed	(893,265)	-
Class E Shares redeemed	(350,169,445)	(553,028,616)
Class F Shares redeemed	(97,666,876)	(341,507,019)
Class G Shares redeemed	(53,876)	(12,987)
Class H-N Shares redeemed	-	(2,800,000)

## Statements of Changes in Net Assets continued

<b>(Stated in United States Dollars)</b>	<b>Unaudited</b>	<b>Audited</b>
	<b>Half-year</b>	<b>Year ended</b>
	<b>June 30,</b>	<b>December 31,</b>
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
Class N Shares redeemed	(48,727,007)	(126,557,372)
Class O Shares redeemed	(23,771,797)	(10,946,223)
Class E Shares transferred in	161,355,989	22,290,533
Class D Shares transferred in	51,092,496	–
Class F Shares transferred in	2,487,825	14,631,628
Class C - T Shares transferred in	250,554	–
Class E - T Shares transferred in	19,183,557	–
Class G Shares transferred in	–	7,689,416
Class N Shares transferred in	–	1,342,600,040
Class P Shares transferred in	–	19,195,008
Class Q Shares transferred in	–	543,667
Class A Shares transferred out	–	(2,336,043)
Class C Shares transferred out	(20,250,554)	(254,299)
Class E Shares transferred out	(172,080,822)	(1,356,716,390)
Class Q Shares transferred out	(2,487,825)	–
Class F Shares transferred out	–	(8,584,800)
Class N Shares transferred out	(39,551,220)	(20,000,000)
Class O Shares transferred out	–	(14,058,760)
Class P Shares transferred out	–	(5,000,000)
Redemption fee income	–	104,150
<b>Net decrease in net assets resulting from capital transactions</b>	<b>(245,157,796)</b>	<b>(901,016,401)</b>
<b>Net increase in net assets</b>	<b>(715,712,266)</b>	<b>87,438,077</b>
<b>Net assets at beginning of year</b>	<b>6,128,283,358</b>	<b>6,040,845,281</b>
<b>Net assets at end of year</b>	<b>5,412,571,092</b>	<b>6,128,283,358</b>

See accompanying notes and attached financial statements of Third Point Offshore Master Fund L.P.

## Unaudited Statements of Cash Flows

(Stated in United States Dollars)	Half-year June 30, 2020 \$	Half-year June 30, 2019 \$
<b>Cash flows from operating activities</b>		
Net (decrease)/increase in net assets resulting from operations	(470,554,470)	772,327,809
Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by operating activities:		
Decrease/(increase) in investment in Third Point Offshore Master Fund L.P.	715,796,024	(65,286,158)
Changes in operating assets and liabilities:		
(Increase)/decrease in redemptions receivable from Third Point Offshore Master Fund L.P.	(250,720,455)	76,811,173
Decrease in accrued expenses	(68,822)	(19,049)
<b>Net cash used in/provided by operating activities</b>	<b>(5,547,723)</b>	<b>783,833,775</b>
<b>Cash flows from financing activities</b>		
Proceeds from issuance of shares	81,134,736	44,371,395
Payments for redemption of shares	(270,561,811)	(833,554,672)
<b>Net cash used in financing activities</b>	<b>(189,427,075)</b>	<b>(789,183,277)</b>
Net decrease in cash	(194,974,798)	(5,349,502)
Cash at beginning of period	208,450,192	13,845,717
<b>Cash at end of period</b>	<b>13,475,394</b>	<b>8,496,215</b>

See accompanying notes and attached financial statements of Third Point Offshore Master Fund L.P.

# Notes to Unaudited Condensed Interim Financial Statements

Period ended June 30, 2020

## 1. Organization

Third Point Offshore Fund, Ltd. (the "Fund") was incorporated under the laws of the Cayman Islands on October 21, 1996, commenced operations on December 1, 1996 and is registered under the Cayman Islands Mutual Funds Law and with the Cayman Islands Monetary Authority. The Fund's objective is to seek to generate consistent long-term capital appreciation.

The Fund invests substantially all of its net assets in Third Point Offshore Master Fund L.P., an exempted limited partnership formed under the laws of the Cayman Islands (the "Master Partnership"), which, in turn conducts substantially all investment and trading activities on behalf of the Fund. Third Point Advisors II L.L.C. (the "General Partner"), a limited liability company formed under the laws of the State of Delaware and an affiliate of Third Point LLC, serves as the general partner of the Master Partnership.

Third Point LLC (the "Investment Manager") is the Investment Manager of the Fund and the Master Partnership. The Investment Manager is registered with the Securities and Exchange Commission as an Investment Adviser under the Investment Advisers Act of 1940. The Investment Manager is responsible for the operation and management of the Fund, subject to the policies and control of the board of directors of the Fund (the "Board of Directors").

The Fund is an investment company and applies specialized accounting guidance as outlined in *Financial Services – Investment Companies (Topic 946)*. The Investment Manager evaluated this guidance and determined that the Fund meets the criteria to be classified as an investment company. Accordingly, the Fund reflects its investments in the Statements of Assets and Liabilities at their estimated fair value, with unrealized gains and losses resulting from changes in fair value, if any, reflected in net change in unrealized gain/loss on securities, affiliated investment funds, derivative contracts and foreign currency translations contracts in the Statements of Operations.

International Fund Services (N.A.), L.L.C. serves as the administrator (the "Administrator") and transfer agent to the Fund.

## 2. Significant Accounting Policies

The Fund's unaudited interim financial statements are condensed in whole, guided by U.S. generally accepted accounting principles ("U.S. GAAP") and are expressed in United States dollars. Where applicable, certain notes to the unaudited interim financial statements are condensed to include only information relevant to Third Point Offshore Investors Limited ("ListCo"). The following is a summary of the significant accounting and reporting policies:

The Fund is exempt from all forms of taxation in the Cayman Islands, including income, capital gains and withholding taxes. In jurisdictions other than the Cayman Islands, in some cases foreign taxes will be withheld at source on dividends and certain interest received by the Fund. Capital gains derived by the Fund in such jurisdictions generally will be exempt from foreign income or withholding taxes at the source.

The Investment Manager has reviewed the Fund's tax positions in accordance with *Accounting for Uncertainty in Income Taxes* and has concluded that no material provision for income tax is required in the Fund's financial statements. Generally, the Fund is subject to income tax examinations by major taxing authorities including United States and other authorities for open tax years since inception.

The Fund would recognize interest and penalties, if any, related to unrecognized tax positions as income tax expense in the Statements of Operations. During the period ended June 30, 2020, the Fund did not incur any interest or penalties.

See attached financial statements of Third Point Offshore Master Fund L.P.

# Notes to Unaudited Condensed Interim Financial Statements continued

Period ended June 30, 2020

## 2. Significant Accounting Policies (continued)

The Fund records securities transactions and related income and expense on a trade-date basis. Realized gains and losses are determined using cost calculated on a specific identification basis. Dividends are recorded on the ex-dividend date. Income and expenses, including interest income and expenses, are recorded on the accrual basis.

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts and disclosures in the financial statements and accompanying notes. Actual results could differ from these estimates.

The fair value of the Fund's assets and liabilities, which qualify as financial instruments, approximates the carrying amounts presented in the Statements of Assets and Liabilities.

The Fund's investment in the Master Partnership is valued at fair value, which is represented by the Fund's proportionate interest in the Partners' Capital of the Master Partnership, which was \$5,412,620,299 at June 30, 2020. The fair value represents the amount the Fund would expect to receive at June 30, 2020 if it were to liquidate its investment in the Master Partnership. The percent of the Master Partnership owned by the Fund at June 30, 2020 was approximately 99.88%. The Fund's allocated share of each item of the Master Partnership's income and expense is reflected in the accompanying Statements of Operations. The performance of the Fund is directly affected by the performance of the Master Partnership and is subject to the same risks to which the Master Partnership is subject. Attached are the unaudited interim financial statements of the Master Partnership.

Valuation of investments held by the Master Partnership is discussed in the notes to the Master Partnership's unaudited financial statements. The Fund records monthly its proportionate share of the Master Partnership's income, expenses, and realized and unrealized gains and losses. In addition, the Fund accrues its own income and expenses. The Fund records subscriptions and redemptions related to its investment in the Master Partnership on the transaction date.

## 3. Related Party Transactions

Pursuant to the investment management agreement, the Master Partnership pays the Investment Manager a management fee at an annual rate of 1.50% (Classes N, O, P, and Q) to 2.00% (Classes A, B, C, D, E, F and H) of the net asset value of the shares as of the beginning of each month before the accrual of any incentive fee. The Investment Manager, in its sole discretion, may elect to reduce, waive or calculate differently the management fee with respect to partners, members, employees, affiliates or other related investors of the Investment Manager or the General Partner. The Investment Manager has granted a management fee discount of 0.25% to certain investors based on either the size or duration of their investment in the Fund. For the period ended June 30, 2020, the management fee allocated from the Master Partnership was \$46,093,655.

The Fund pays an incentive fee to the Investment Manager, allocated to the General Partner of the Master Partnership, equal to 20% of the annual increase in the aggregate net asset value of each series of Class A, B, C, D, E, F, N, O, P and Q shares (the "Full Incentive Fee"). The incentive fee is accrued monthly and allocated to the General Partner of the Master Partnership at the end of each fiscal year. The incentive fee is calculated in a manner which ensures that appropriate adjustments are made in order to accommodate the inflows and outflows of capital during the course of each fiscal year resulting from shareholder subscriptions and redemptions. If a particular series depreciates during any fiscal year and during subsequent years there is a profit attributable to such series, the series must recover an amount equal to 2.5 times the amount of depreciation in the prior years before the General Partner of the Master Partnership is entitled to the Full Incentive Fee allocation. Until this occurs, the series will be subject to a reduced incentive fee equal to half of the Full Incentive Fee. For the period ended June 30, 2020, the incentive allocation from the Master Partnership totaled \$72,284.

*See attached financial statements of Third Point Offshore Master Fund L.P.*

### 3. Related Party Transactions (continued)

In accordance with the investment management agreement, amounts related to professional fees paid by the Investment Manager on behalf of the Fund would be included in accrued expenses in the Statements of Assets and Liabilities. For the period ended June 30, 2020, the Investment Manager did not pay any professional fees on behalf of the Fund. As of June 30, 2020, the Fund had no balance due to the Investment Manager related to such expenses. An employee of the Investment Manager is also a director of the Fund and does not receive remuneration as a director.

### 4. Share Capital

The Fund has an authorized share capital consisting of \$2,000,000 divided into 200,000,000 participating shares of \$0.01 each. The Fund issues a separate series of shares to those investors who purchase shares as of the first business day of each month. A different series of shares is issued in order to equitably reflect the differing incentive fees attributable to each series because of the differing issue dates throughout the fiscal year. Shares are offered in series at a purchase price of \$100 per share. At June 30, 2020, there were twelve outstanding classes (each, a "Class") of shares: Class A, B, C, D, E, F, G, H, N, O, P and Q and within each class there is one or more separate series. Each share is equal to every other share of the same series with respect to earnings, assets, dividends and voting privileges. Classes E, F, N, O, P and Q are currently offered. Class B, D, F, G, O, and Q shares will in aggregate participate only up to 10% of profits and losses from "new issues". The Investment Manager waives management and incentive fees for Class G shares.

Class A and B shares have monthly redemption rights. Class C, D, E, F, G and H shares have quarterly redemption rights. Class N, and O shares are identical to Class E and Class F Shares, respectively, but are also subject to an investor-level gate which limits the Shareholder's redemptions to 25%, 33 and 1/3%, 50%, and 100% of the cumulative Net Asset Value of the Shareholder as of any four consecutive redemption dates. Class P and Q shares have annual redemption rights. Redemptions made during the initial subscription year are subject to a redemption fee equal to 5% of the redemption proceeds for Class D, E, G and H shares. Redemptions made intra-annually are subject to a redemption fee equal to 5% of the redemption proceeds for Class P and Q. The redemption fee is for the benefit of the Fund and proceeds are allocated on a pro-rata basis to the remaining shareholders. All redemption rights are subject to an overall limit, at the discretion of the Fund's Board of Directors, of aggregate redemptions in any calendar quarter of 20% of the Fund's NAV as of the first day of such calendar quarter.

The Board of Directors has the right to create additional classes, series and sub-series for an investor as it determines appropriate in its sole discretion. Each series of a Class will have equal rights and privileges with each other series of that Class.

If at the end of a fiscal year, a series of a class of shares is charged a Full Incentive Fee, the shares of such series may be redesignated and converted on the first business day following the end of the fiscal year into the first series of such class at the prevailing net asset value of such series. No redesignation or conversion shall occur with respect to a series of a class if at the end of a fiscal year such series has not been charged a Full Incentive Fee.

The Fund may invest, directly or indirectly, in equity securities in initial public offerings deemed "new issues" under Rule 5130 of the Financial Industry Regulatory Authority ("FINRA") Consolidated Rulebook. "New issues" are defined as any initial public offering of an equity, regardless of whether such security is trading at a premium in the secondary market. FINRA members generally may not sell "new issues" to an account, in which certain persons or entities designated as restricted persons have beneficial interest.

*See attached financial statements of Third Point Offshore Master Fund L.P.*

# Notes to Unaudited Condensed Interim Financial Statements continued

Period ended June 30, 2020

## 4. Share Capital (continued)

The following share capital schedule is condensed to include only those share classes and series relevant to ListCo at June 30, 2020. The Fund shall detail all classes and series in the Fund's audited annual financial statements for the year ending December 31, 2020.

	Shares Outstanding at January 1, 2020	Shares Rolled Up	Shares Transferred In	Shares Transferred Out	Shares Issued	Shares Redeemed	Shares Outstanding at June 30, 2020	Net Asset Value Per Share at June 30, 2020
Class N - 1.25, Series 9	2,944,167	-	-	(113,705)	-	-	2,830,462	260.71
Class E - 1.75, Series 55	12,538	-	-	-	-	(12,538)	-	-
Class E - 1.75, Series 65	-	-	71,166	-	-	(69,712)	1,454	260.05
Class E - 1.75, Series 86	-	-	42,539	-	-	-	42,539	260.40

## 5. Indemnifications

In the normal course of business, the Fund enters into contracts that contain a variety of indemnifications and warranties. The Fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred. However, the Fund has not had prior claims or losses pursuant to these contracts and expects the risk of loss to be remote. Thus, no amounts have been accrued related to such indemnifications. The Fund also indemnifies the Investment Manager and employees from and against any loss or expense, including, without limitation any judgment, settlement, legal fees and other costs. Any expenses related to this indemnification would be reflected in administrative and professional fees in the Statements of Operations. The Fund did not incur any expenses related to indemnifications for the period ended June 30, 2020.

## 6. Financial Highlights

The following table represents the per share operating performance, ratios to average net assets and total return information for the period ended June 30, 2020. The table only includes share classes and series relevant to ListCo at June 30, 2020. The Fund shall detail representative series for all outstanding classes in the Fund's audited annual financial statements for the year ending December 31, 2020.

	Class E - 1.75, Series 65	Class N - 1.25, Series 9
<b>Per share operating performance</b>		
Net asset value at beginning of period	\$ 281.03	\$ 281.03
Income from investment operations:		
Net realized and unrealized loss from investments	(20.67)	(20.67)
Net investment (loss)/gain	(0.31)	0.35
Incentive allocation	0.00	0.00
<b>Total from investment operations</b>	<b>(20.98)</b>	<b>(20.32)</b>
<b>Net asset value at the end of the period</b>	<b>\$260.05</b>	<b>\$260.71</b>
Total return before incentive allocation	(7.47)%	(7.23)%
Incentive allocation	-	-
<b>Total return after incentive allocation</b>	<b>(7.47)%</b>	<b>(7.23)%</b>
<b>Ratios to average net assets</b>		
Total expenses before incentive allocation	1.79%	1.10%
Incentive allocation	-	-
<b>Total expenses and incentive allocation</b>	<b>1.79%</b>	<b>1.10%</b>
<b>Net investment income</b>	<b>(0.05)%</b>	<b>0.13%</b>

See attached financial statements of Third Point Offshore Master Fund L.P.

**6. Financial Highlights (continued)**

The total return and ratios to average net assets of other series in the same share class may vary based on participation in "new issues" and the timing of capital subscriptions and redemptions. The per share information, total return and ratios to average net assets information include the Fund's proportionate share of the Master Partnership's income and expenses. The net investment loss ratio does not include the effect of the incentive allocation.

**7. Subsequent Events**

Subsequent to June 30, 2020, the Fund received approximately \$18.3 million in capital subscriptions, of which \$13.5 million was received in advance, and recorded redemptions of approximately \$217.2 million through September 30, 2020. Subsequent events were evaluated by the Fund's management until September 1, 2020, which is the date the financial statements were issued.

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