2017

Annual Report
December 31, 2017

Balanced Fund

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The Dodge & Cox Balanced Fund had a total return of 12.6% for the year ended December 31, 2017, compared to a return of 14.2% for the Combined Index (a 60/40 blend of stocks and fixed income securities).

MARKET COMMENTARY

U.S. equity markets continued to climb steadily during the fourth quarter, capping off a year of strong performance and low volatility. The S&P 500 reached an all-time high in mid-December and ended the year up nearly 22%. The period of sustained performance in U.S. equities since March 2009 is the second longest in U.S. history.

In fixed income, the U.S. investment-grade bond market delivered a 3.5% return in 2017, driven primarily by strong performance from corporate bonds. Short-term yields rose 70 basis points[a] (bps) due in part to Federal Reserve (Fed) rate hikes, while longer-term rates remained relatively unchanged—resulting in the flattest yield curve since 2007. In addition to the Fed's actions, a number of other factors influenced markets over the course of the year, including generally healthy economic data and the prospect of business-friendly tax cuts.

INVESTMENT STRATEGY

We set the Fund's asset allocation based on our long-term outlook for the Fund's equity and fixed income holdings. At year end, the Fund's 71% equity weighting (including 5% in preferred stocks) reflected our more positive outlook for total return potential from equities than from fixed income. We believe the equity and fixed income portfolios are well positioned, and we remain optimistic about the long-term outlook for the Fund.

EQUITY STRATEGY: FINDING OPPORTUNITIES IN HEALTH CARE AND ENERGY

At Dodge & Cox, our strong price discipline is an essential component of our investment strategy. Investment returns hinge on the purchase price: a good company is not always a good investment if the starting valuation is too high. We seek to invest in companies with valuations that do not fully reflect prospects for the company and where our analysis suggests the possibility of more positive developments. We constantly weigh valuation against company fundamentals and re-evaluate our thinking as prices change.

In response to diverging valuations, we made a number of gradual portfolio adjustments during 2017. We trimmed selected Information Technology, Media, and Financials holdings that had performed strongly. The portfolio's largest sale was DXC Technology, the company formed through the merger of Hewlett Packard Enterprise's services division and Computer Sciences Corporation. As a result of the Fund's investment in Hewlett Packard Enterprise, the Fund received DXC shares in April 2017, and the stock performed strongly. While the CEO has an impressive track record of shareholder value creation, management's three-year plan embedded high expectations for margin expansion and earnings growth. We questioned whether these targets, even if achieved, would be sustainable over the long term. These concerns, combined with DXC's higher valuation, led us to sell the stock (up 36% over the holding period). We redeployed these proceeds, and others, into more attractively valued companies in the Health Care and Energy sectors, where our long-term outlook is more positive than that of many other investors.

Health Care

In the Pharmaceuticals industry, we believe valuations are compelling, reflecting regulatory and pricing concerns. As a result of industry consolidation and higher market shares, pharmacy benefit managers have been able to exert increased pricing pressure on drug manufacturers. This trend could impact long-term profitability for pharmaceutical companies. Despite these challenges, the FDA has recently increased the pace of new drug approvals. Most of the portfolio's pharmaceutical companies feature durable franchises with significant barriers to entry and growth potential from new discoveries and expansion into emerging markets.

Based on our evaluation of the risks and opportunities, the portfolio has significant exposure to the Pharmaceuticals and Biotechnology industries (14.3% compared to 7.4% for the S&P 500[b]). In 2017, we added tactically to several holdings as valuations became more attractive and initiated three new positions: Eli Lilly, Gilead Sciences, and GlaxoSmithKline.[c]

GlaxoSmithKline

The Fund recently re-established a position in GlaxoSmithKline, after selling it in 2015. Based in the United Kingdom, the company has leading therapeutic franchises in respiratory care and HIV. In addition to its traditional pharmaceuticals business, the company is diversified through strong and growing businesses in vaccines and over-the-counter consumer health.

In 2015, we sold GlaxoSmithKline based on market headwinds and a higher valuation. The company's pharmaceuticals business was suffering from pricing pressure on a key respiratory drug, Advair, and the pipeline of new drug launches was weak. The valuation, at 20 times forward earnings, was relatively expensive and did not sufficiently compensate for the risks. Some of those risks, including continued weakness in Advair sales, materialized, and the valuation declined after we sold the position.

In the second half of 2017, however, we built a position in GlaxoSmithKline again based on a more favorable fundamental long-term outlook and a lower valuation (12 times forward earnings). In the respiratory care division, declines in Advair sales should be offset by new drugs, aided by a new inhaler. The HIV segment is growing at healthy rates due to increased adoption of Dolutegravir, a drug that blocks an enzyme needed for HIV to replicate. Combined with continued growth in vaccines and consumer health, the company should achieve modest earnings growth. Meanwhile, the management team has also been revamped. The new CEO is focusing on renewing the pharmaceutical pipeline and has brought in a well-regarded head of research and development to lead that effort. Improvements in the drug pipeline will take time to manifest, but in the meantime, the company continues to generate stable cash flow and has an attractive 6% dividend yield. On December 31, GlaxoSmithKline was a 1.4% position in the equity portfolio.

Energy

While Energy was the second-worst performing sector (down 1%) of the S&P 500 during 2017, we continue to believe Energy is an attractive area of the market. Global supply and demand fundamentals are supportive of higher oil prices. Demand growth in the developing world continues to be healthy, and the dearth of investment in new supply over the past few years should lead to a tighter balance. We conduct ongoing research to test our investment thesis and recently met with industry executives and experts in Houston and the Middle East. Our trips reaffirmed that development costs in U.S. shale oil are rising with more activity and that many other global sources of new supply are likely needed to satisfy demand. Our research also reinforced the importance of investing in oil producers with assets on the low end of the cost curve and management teams that are investing counter-cyclically.

The portfolio remains modestly overweight the Energy sector (7.6% compared to 6.1% for the S&P 500), primarily due to investments in the Energy Equipment & Services (Oil Services) industry and growing exposure to exploration and production (E&P) companies. Oil services companies are particularly appealing due to their strong franchises and ability to expand earnings as producers reinvest in projects to meet growing global demand. Given attractive valuations, we recently added to selected holdings, including Anadarko Petroleum (a leading global E&P company with strong operational capabilities) and Baker Hughes.

Baker Hughes, a GE Company

We have held Baker Hughes in the Fund since 1998, actively adding to and trimming from the position given relative valuation opportunities and changing fundamentals over the years. In July 2017, GE Oil & Gas completed its acquisition of Baker Hughes, forming Baker Hughes GE (BHGE), now the second largest oilfield services company in the world after Schlumberger (also held in the equity portfolio, 1.5% at year end). By combining oilfield services (Baker Hughes) and oilfield equipment (GE Oil & Gas) businesses, BHGE is the only company that serves the upstream, midstream, and downstream segments of the Oil, Gas, and Consumable Fuels industry.

Adjusting for the $17.50 per share cash dividend the Fund received in July, the stock was weak in 2017. While oil service activity levels have started to rebound in North America due to the resurgence of U.S. shale oil, hopes for an international recovery have been delayed. During the second half of 2017, we added to BHGE given its lower valuation, earnings growth potential, diversified business model, and financial strength. Management is targeting a $1.6 billion improvement in EBITDA, driven by 75% cost savings and 25% revenue synergies. There is a long-term opportunity for BHGE to increase its market share with its improved scale. BHGE's leadership position in compressors and turbines generates long-term service contracts with attractive recurring revenue, which should reduce downside volatility. In addition, the company has a healthy balance sheet and recently announced a $3 billion share buyback. We believe BHGE provides attractive risk-reward diversification to the Fund's Energy portfolio. The company was a 0.9% position in the equity portfolio on December 31.

FIXED INCOME STRATEGY

Our experienced and integrated team of fixed income investment professionals has looked for ways to add durable yield in an environment with less attractive opportunities in the market. Fuller valuations—U.S. credit spreads contracted by almost 30 bps—compelled us to continue to reduce credit[(d)] exposure in 2017. While we are comfortable with the portfolio's current holdings, which we believe to be fairly valued relative to individual issuer fundamentals, these actions have reduced the portfolio's yield advantage (49 bps at year end versus 82 bps at the beginning of the year) versus the Bloomberg Barclays U.S. Aggregate Bond Index (Bloomberg Barclays U.S. Agg).

We made other smaller adjustments to portfolio positioning throughout the year but retain the same general themes. We maintain a defensive posture with respect to interest rate risk, with a portfolio duration[(e)] of 4.3 years (compared to 6.0 years for the Bloomberg Barclays U.S. Agg). Despite the aforementioned reductions, the portfolio maintains sizeable credit exposure at 44% (13 percentage points more than the index), of which 37% is sourced from corporate bonds and 7% from government-related securities. The portfolio maintains 40% in securitized (primarily Agency[(f)] MBS) holdings, and the portfolio's 15% weighting in U.S. Treasuries represents "dry powder" we can deploy as we uncover interesting opportunities and/or wait for a more interesting valuation environment.

Credit: Reducing Idiosyncratic Exposures at Fuller Valuations

Since early 2016, we have been selectively trimming the portfolio's credit exposure into a strengthening market. Individual issuer trims reduced the portfolio's credit weighting by two percentage points in 2017, following a similar decrease in 2016. The most recent year's reductions were achieved through a combination of tactical, relative value-driven trims (e.g., Capital One, Dell, Kinder Morgan) and by taking advantage of liability management exercises (tender offers, make-whole calls) undertaken by corporate issuers (e.g., Cemex, Cigna, Time Warner, Vulcan Materials, Xerox). These companies offered attractive terms (higher-than-market prices) to buy back their debt primarily to retire high-coupon debt, extend maturities, and/or take advantage of related tax deductions prior to the expected implementation of tax reform. Attractively priced tenders like these provided the opportunity to selectively reduce exposure without incurring transaction costs.

At current valuations, the credit sector as a whole offers a less compelling value proposition relative to previous periods over the last decade but still represents reasonable value relative to alternatives. Corporate fundamentals are strong, with no obvious catalyst for broad-based deterioration. Profitability is robust, and liquidity is available for all but the most challenged issuers. Additionally, the operating environment is healthy, with strong and synchronized global growth, business-friendly policies likely to come out of Washington, and robust demand for credit. Furthermore, as active managers we seek to generate an above-market yield through our security selection efforts and have a portfolio that is differentiated from the broad credit market. Demonstrating this fact, the portfolio's credit holdings offer a yield premium[g] of 167 bps, almost twice that of the broad investment-grade Credit Index (89 bps).

Stable MBS Weighting, but Alert to New Opportunities

The portfolio's MBS performed well in 2017, benefiting from a benign interest rate environment and muted refinancing activity among the portfolio's favored holdings. We kept the MBS weighting stable throughout 2017 at roughly a third of the portfolio.

The MBS market garnered a fair amount of attention in 2017 as the Fed began its "balance sheet normalization"[h] process late in the year. We foresaw no material impact to MBS valuations despite investor concerns earlier in the year, thanks to the transparency of the unwind program and the modest nature of the initial reduction. Importantly, since we have only modest overlap with the MBS featured on the Fed's balance sheet, any potential normalization-related disruption would likely be minimal. We will continue to evaluate opportunities and risks in the MBS market as the Fed's policy normalization evolves.

Mitigating Interest Rate Risk in the Fixed Income Portfolio

We made no major changes to the portfolio's shorter-than-benchmark duration posture in 2017. In our analysis, longer-term interest rates are not reflecting the likely strengthening of global growth and inflation over the next several years. The passage of tax reform in December will likely continue to provide additional fiscal stimulus to an economy already operating above its long-term potential. Driven by the increasingly tight labor market, we expect core inflation measures to increase from the recent dip to approach 2% in the near future. Finally, a notable gap remains between market expectations for a very slow pace of future federal funds rate increases (implied by the forward curve) and the Fed's stated expectations (which align more with our view). For these reasons, we continue to believe that a shorter relative duration is prudent.

IN CLOSING

U.S. equity valuations are now at the high end of the historical range. While we have a tempered return outlook for the overall U.S. market, we are optimistic about the long-term prospects for the Fund's equity portfolio, which continues to trade at a significant discount to the market. On December 31, the Fund's equity portfolio of 66 companies traded at 16 times forward estimated earnings, compared to 20 times for the S&P 500.

Similarly, in fixed income, future returns may be low (or even negative) if yields rise substantially from current levels. In addition, the credit markets are unlikely to provide the important performance tailwind of the past two years, given current narrow spread levels.

As an active, value-oriented manager, we believe the valuation disparities that characterize the current market offer significant opportunities. Our fundamental, bottom-up, price-disciplined investment approach requires conviction and patience. Accordingly, maintaining a long-term investment horizon and staying the course are essential. We thank our fellow shareholders for your continued confidence in Dodge & Cox. As always, we welcome your comments and questions.

For the Board of Trustees,

Charles F. Pohl,
Chairman

Dana M. Emery,
President

January 30, 2018

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[a] One basis point is equal to 1/100th of 1%.

[b] Unless otherwise specified, all weightings and characteristics are as of December 31, 2017.

[c] The use of specific examples does not imply that they are more or less attractive investments than the Fund's other holdings.

[d] Credit securities refers to corporate bonds and government-related securities, as classified by Bloomberg.

[e] Duration is a measure of a bond's (or a bond portfolio's) price sensitivity to changes in interest rates.

[f] The U.S. Government does not guarantee the Fund's shares, yield, or net asset value. The agency guarantee (by, for example, Ginnie Mae, Fannie Mae, or Freddie Mac) does not eliminate market risk.

[g] Yield premiums are one way to measure a security's valuation. Narrowing yield premiums results in a higher valuation. Widening yield premiums results in a lower valuation.

[h] Balance sheet normalization refers to the Fed's plan to shrink its balance sheet, which grew from $800 billion in 2007 to $4.5 trillion by 2015. During that time, the Fed purchased Treasuries and Agency MBS as an unconventional monetary policy tool to keep interest rates low in support of economic growth. Now that monetary policy is on a gradually tightening path, the Fed is reducing the size of its balance sheet by reducing these holdings. The normalization process consists largely of "runoff" (i.e., not reinvesting maturing bonds or MBS paydowns) at an accelerating monthly rate.

ANNUAL PERFORMANCE REVIEW

The Fund underperformed the Combined Index by 1.6 percentage points in 2017. The Fund's higher allocation to equities had a positive impact on relative results, which was partially offset by the impact of holding S&P 500 Index put options.

Equity Portfolio

- Returns from holdings in the Energy sector (down 16% compared to down 1% for the S&P 500 sector), combined with a higher average weighting (8% versus 6%), detracted from results. Apache (down 32%) and Baker Hughes (down 27%) were weak.
- Relative results were hindered by the strong performance of several large stocks not held by the portfolio (e.g., Amazon, Apple, Facebook).
- A number of individual holdings contributed, including Alnylam Pharmaceuticals (up 239%), Cigna (up 52%), Wal-Mart (up 47%), HP Inc. (up 46%), and several financial services companies.

Fixed Income Portfolio

- Security selection within credit was strongly positive as several corporate holdings performed well, including Bank of America capital securities, Citigroup capital securities, and Telecom Italia. Certain emerging market-domiciled holdings also outperformed, including Pemex and Rio Oil Finance Trust.
- The portfolio's overweight to corporate bonds added to relative returns given the strong performance of credit.
- The portfolio's lower exposure to long-term (10+ years) bonds detracted from relative returns as the yield curve flattened.

KEY CHARACTERISTICS OF DODGE & COX

Independent Organization

Dodge & Cox is one of the largest privately owned investment managers in the world. We remain committed to independence, with a goal of providing the highest quality investment management service to our existing clients.

Over 85 Years of Investment Experience

Dodge & Cox was founded in 1930. We have a stable and well-qualified team of investment professionals, most of whom have spent their entire careers at Dodge & Cox.

Experienced Investment Team

The U.S. Equity Investment Committee, which is responsible for determining the asset allocation of the Balanced Fund and managing the equity portion of the Balanced Fund, is an eight-member committee with an average tenure at Dodge & Cox of 24 years. The U.S. Fixed Income Investment Committee, which is responsible for managing the debt portion of the Balanced Fund, is an eight-member committee with an average tenure of 22 years.

One Business with a Single Research Office

Dodge & Cox manages equity (domestic, international, and global), fixed income (domestic and global), and balanced investments, operating from one office in San Francisco.

Consistent Investment Approach

Our team decision-making process involves thorough, bottom-up fundamental analysis of each investment.

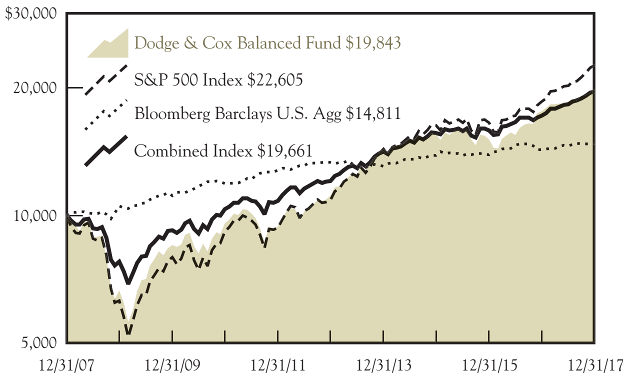
Long-Term Focus and Low Expenses

We invest with a three- to five-year investment horizon, which has historically resulted in low turnover relative to our peers. We manage Funds that maintain low expense ratios.

Risks: The Fund is subject to market risk, meaning holdings in the Fund may decline in value for extended periods due to the financial prospects of individual companies or due to general market and economic conditions. The Fund also invests in individual bonds whose yields and market values fluctuate, so that an investment may be worth more or less than its original cost. Debt securities are subject to interest rate risk, credit risk, and prepayment and call risk, all of which could have adverse effects on the value of the Fund. A low interest rate environment creates an elevated risk of future negative returns. Financial intermediaries may restrict their market making activities for certain debt securities, which may reduce the liquidity and increase the volatility of such securities. Please read the prospectus and summary prospectus for specific details regarding the Fund's risk profile.

GROWTH OF $10,000 OVER 10 YEARS

FOR AN INVESTMENT MADE ON DECEMBER 31, 2007



AVERAGE ANNUAL TOTAL RETURN

FOR PERIODS ENDED DECEMBER 31, 2017

	1 Year	5 Years	10 Years	20 Years
Dodge & Cox Balanced Fund	12.59%	12.24%	7.09%	8.46%
S&P 500 Index	21.83	15.79	8.50	7.20
Bloomberg Barclays U.S. Aggregate Bond Index (Bloomberg Barclays U.S. Agg)	3.54	2.10	4.01	4.98
Combined Index[a]	14.21	10.27	6.99	6.62

Returns represent past performance and do not guarantee future results. Investment return and share price will fluctuate with market conditions, and investors may have a gain or loss when shares are sold. Fund performance changes over time and currently may be significantly lower than stated. Performance is updated and published monthly. Visit the Fund's website at dodgeandcox.com or call 800-621-3979 for current performance figures.

The Fund's total returns include the reinvestment of dividend and capital gain distributions, but have not been adjusted for any income taxes payable by shareholders on these distributions or on Fund share redemptions. Index returns include dividends and/or interest income but, unlike Fund returns, do not reflect fees or expenses.

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(a) The Combined Index reflects an unmanaged portfolio (rebalanced monthly) of 60% of the S&P 500 Index, which is a market capitalization-weighted index of 500 large-capitalization stocks commonly used to represent the U.S. equity market, and 40% of the Bloomberg Barclays U.S. Aggregate Bond Index (Bloomberg Barclays U.S. Agg), which is a widely recognized, unmanaged index of U.S. dollar-denominated, investment-grade, taxable fixed income securities. The Fund may, however, invest up to 75% of its total assets in equity securities.

FUND EXPENSE EXAMPLE

As a Fund shareholder, you incur ongoing Fund costs, including management fees and other Fund expenses. All mutual funds have ongoing costs, sometimes referred to as operating expenses. The following example shows ongoing costs of investing in the Fund and can help you understand these costs and compare them with those of other mutual funds. The example assumes a $1,000 investment held for the six months indicated.

ACTUAL EXPENSES

The first line of the table below provides information about actual account values and expenses based on the Fund's actual returns. You may use the information in this line, together with your account balance, to estimate the expenses that you paid over the period. Simply divide your account value by $1,000 (for example, an $8,600 account value divided by $1,000 = 8.6), then multiply the result by the number in the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

HYPOTHETICAL EXAMPLE FOR COMPARISON WITH OTHER MUTUAL FUNDS

Information on the second line of the table can help you compare ongoing costs of investing in the Fund with those of other mutual funds. This information may not be used to estimate the actual ending account balance or expenses you paid during the period. The hypothetical "Ending Account Value" is based on the actual expense ratio of the Fund and an assumed 5% annual rate of return before expenses (not the Fund's actual return). The amount under the heading "Expenses Paid During Period" shows the hypothetical expenses your account would have incurred under this scenario. You can compare this figure with the 5% hypothetical examples that appear in shareholder reports of other mutual funds.

Six Months Ended December 31, 2017	Beginning Account Value 7/1/2017	Ending Account Value 12/31/2017	Expenses Paid During Period*
Based on Actual Fund Return	$1,000.00	$1,068.60	$2.72
Based on Hypothetical 5% Yearly Return	1,000.00	1,022.57	2.66

* Expenses are equal to the Fund's annualized expense ratio of 0.52%, multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period).

The expenses shown in the table highlight ongoing costs only and do not reflect any transactional fees or account maintenance fees. Though other mutual funds may charge such fees, please note that the Fund does not charge transaction fees (e.g., redemption fees, sales loads) or universal account maintenance fees (e.g., small account fees).

GENERAL INFORMATION

Net Asset Value Per Share	$107.00
Total Net Assets (billions)	$16.4
Expense Ratio	0.53%
Portfolio Turnover Rate	19%
30-Day SEC Yield[a]	1.79%
Fund Inception	1931

No sales charges or distribution fees

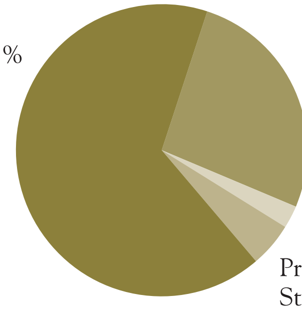
Investment Manager: Dodge & Cox, San Francisco. Managed by the U.S. Equity Investment Committee, whose eight members' average tenure at Dodge & Cox is 24 years, and by the U.S. Fixed Income Investment Committee, whose eight members' average tenure is 22 years.

EQUITY PORTFOLIO (71.2%)	Fund
Number of Common Stocks	**66**
Number of Preferred Stocks	**5**
Median Market Capitalization (billions)[b]	**$52**
Price-to-Earnings Ratio[b][c]	**16.1x**
Foreign Securities not in the S&P 500[d]	**7.6%**

FIVE LARGEST SECTORS (%)	Common	Preferred	Fund
Financials	19.0	4.6	**23.6**
Health Care	15.1	—	**15.1**
Information Technology	11.7	—	**11.7**
Consumer Discretionary	9.7	0.3	**10.0**
Energy	5.4	—	**5.4**

TEN LARGEST EQUITIES (%)[e]	Common	Preferred	Fund
Wells Fargo & Co.	2.5	1.5	**4.0**
JPMorgan Chase & Co.	1.7	1.7	**3.4**
Bank of America Corp.	2.5	0.5	**3.0**
Charles Schwab Corp.	2.7	—	**2.7**
Capital One Financial Corp.	2.6	—	**2.6**
Comcast Corp.	2.1	—	**2.1**
Alphabet, Inc.	2.0	—	**2.0**
Microsoft Corp.	1.9	—	**1.9**
Charter Communications, Inc.	1.8	—	**1.8**
Novartis AG *(Switzerland)*	1.8	—	**1.8**

ASSET ALLOCATION



FIXED INCOME PORTFOLIO (26.3%)	Fund
Number of Credit Issuers	**46**
Effective Duration (years)[g]	**4.3**

SECTOR DIVERSIFICATION (%)	Fund
U.S. Treasury[h]	**4.1**
Government-Related[i]	**1.8**
Securitized	**10.6**
Corporate	**9.8**

CREDIT QUALITY (%)[j]	Fund
U.S. Treasury/Agency/GSE[h]	**13.8**
Aaa	**0.5**
Aa	**1.0**
A	**0.9**
Baa	**8.1**
Ba	**1.6**
B	**0.0**
Caa	**0.4**

FIVE LARGEST CREDIT ISSUERS (%)[e]	Fund
Charter Communications, Inc.	**0.6**
State of California GO	**0.6**
Bank of America Corp.	**0.6**
Petroleos Mexicanos	**0.5**
State of Illinois GO	**0.5**

[a] SEC Yield is an annualization of the Fund's net investment income for the trailing 30-day period. Dividends paid by the Fund may be higher or lower than implied by the SEC Yield.
[b] Excludes the Fund's preferred stock positions.
[c] Price-to-earnings (P/E) ratio is calculated using 12-month forward earnings estimates from third-party sources.
[d] Foreign stocks are U.S. dollar denominated.
[e] The Fund's portfolio holdings are subject to change without notice. The mention of specific securities is not a recommendation to buy, sell, or hold any particular security and is not indicative of Dodge & Cox's current or future trading activity.
[f] Net Cash & Other includes cash, short-term investments, derivatives, receivables, and payables.
[g] Interest rate derivatives reduce the duration of the fixed income portfolio by 0.6 years (i.e., total portfolio duration is 4.9 years without derivatives).
[h] Data as presented excludes the Fund's position in Treasury futures contracts.
[i] The portfolio's Government-Related holdings include tax-exempt municipal securities; the BBG Barclays U.S. Agg classifies these securities as Municipal Bonds.
[j] The credit quality distribution shown for the Fund is based on the middle of Moody's, S&P, and Fitch ratings, which is the methodology used by Bloomberg in constructing its indices. If a security is rated by only two agencies, the lower of the two ratings is used. Please note the Fund applies the highest of Moody's, S&P, and Fitch ratings to determine compliance with the quality requirements stated in its prospectus. The credit quality of the investments in the portfolio does not apply to the stability or safety of the Fund or its shares.

COMMON STOCKS: 66.3%

	SHARES	VALUE
CONSUMER DISCRETIONARY: 9.7%		
AUTOMOBILES & COMPONENTS: 0.3%		
Harley-Davidson, Inc.	858,400	$ 43,675,392
CONSUMER DURABLES & APPAREL: 0.2%		
Mattel, Inc.	2,650,000	40,757,000
MEDIA: 7.3%		
Charter Communications, Inc., Class A[(a)]	898,207	301,761,624
Comcast Corp., Class A	8,365,348	335,032,187
DISH Network Corp., Class A[(a)]	1,685,032	80,460,278
News Corp., Class A	1,137,504	18,438,940
Time Warner, Inc.	2,003,491	183,259,322
Twenty-First Century Fox, Inc., Class A	6,610,200	228,250,206
Twenty-First Century Fox, Inc., Class B	1,565,000	53,397,800
		1,200,600,357
RETAILING: 1.9%		
Liberty Interactive Corp. QVC Group, Series A[(a)]	2,890,850	70,594,557
Target Corp.	1,858,400	121,260,600
The Priceline Group, Inc.[(a)]	66,900	116,254,806
		308,109,963
		1,593,142,712
CONSUMER STAPLES: 0.3%		
FOOD & STAPLES RETAILING: 0.3%		
Wal-Mart Stores, Inc.	426,047	42,072,141
ENERGY: 5.4%		
Anadarko Petroleum Corp.	4,288,892	230,056,167
Apache Corp.	2,920,139	123,288,269
Baker Hughes, a GE Company	3,200,079	101,250,500
Concho Resources, Inc.[(a)]	584,900	87,863,678
National Oilwell Varco, Inc.	3,100,000	111,662,000
Occidental Petroleum Corp.	434,114	31,976,837
Schlumberger, Ltd. (Curacao/United States)	2,679,221	180,552,703
Weatherford International PLC[(a)] (Ireland)	4,970,000	20,724,900
		887,375,054
FINANCIALS: 19.0%		
BANKS: 7.3%		
Bank of America Corp.	13,675,400	403,697,808
BB&T Corp.	1,854,584	92,209,917
JPMorgan Chase & Co.	2,606,100	278,696,334
Wells Fargo & Co.	6,805,106	412,865,781
		1,187,469,840
DIVERSIFIED FINANCIALS: 9.9%		
American Express Co.	2,501,000	248,374,310
Bank of New York Mellon Corp.	4,327,400	233,073,764
Capital One Financial Corp.	4,250,059	423,220,875
Charles Schwab Corp.	8,429,700	433,033,689
Goldman Sachs Group, Inc.	1,109,600	282,681,696
		1,620,384,334
INSURANCE: 1.8%		
AEGON NV (Netherlands)	11,909,591	75,030,423
Brighthouse Financial, Inc.[(a)]	337,818	19,809,648
MetLife, Inc.	4,072,300	205,895,488
		300,735,559
		3,108,589,733
HEALTH CARE: 15.1%		
HEALTH CARE EQUIPMENT & SERVICES: 4.9%		
Cigna Corp.	959,859	194,937,764
Danaher Corp.	468,100	43,449,042
Express Scripts Holding Co.[(a)]	3,195,668	238,524,660
Medtronic PLC (Ireland)	1,685,200	136,079,900
UnitedHealth Group, Inc.	839,772	185,136,135
		798,127,501

	SHARES	VALUE
PHARMACEUTICALS, BIOTECHNOLOGY & LIFE SCIENCES: 10.2%		
Alnylam Pharmaceuticals, Inc.[(a)]	751,000	$ 95,414,550
AstraZeneca PLC ADR (United Kingdom)	5,860,899	203,373,195
Bristol-Myers Squibb Co.	2,762,800	169,304,384
Eli Lilly and Co.	1,910,000	161,318,600
Gilead Sciences, Inc.	1,587,680	113,741,395
GlaxoSmithKline PLC ADR (United Kingdom)	4,452,350	157,924,855
Merck & Co., Inc.	1,184,775	66,667,289
Novartis AG ADR (Switzerland)	3,415,200	286,740,192
Roche Holding AG ADR (Switzerland)	4,391,000	138,667,780
Sanofi ADR (France)	6,415,265	275,856,395
		1,669,008,635
		2,467,136,136
INDUSTRIALS: 3.5%		
CAPITAL GOODS: 0.9%		
Johnson Controls International PLC (Ireland)	3,941,302	150,203,019
TRANSPORTATION: 2.6%		
FedEx Corp.	1,017,454	253,895,471
Union Pacific Corp.	1,233,000	165,345,300
		419,240,771
		569,443,790
INFORMATION TECHNOLOGY: 11.7%		
SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT: 0.5%		
Maxim Integrated Products, Inc.	1,625,291	84,970,213
SOFTWARE & SERVICES: 5.2%		
Alphabet, Inc., Class A[(a)]	2,000	2,106,800
Alphabet, Inc., Class C[(a)]	307,995	322,285,968
Dell Technologies, Inc., Class V[(a)]	1,272,163	103,401,409
Micro Focus International PLC ADR (United Kingdom)	2,265,951	76,113,294
Microsoft Corp.	3,668,400	313,794,936
Synopsys, Inc.[(a)]	455,100	38,792,724
		856,495,131
TECHNOLOGY, HARDWARE & EQUIPMENT: 6.0%		
Cisco Systems, Inc.	5,703,100	218,428,730
Corning, Inc.	1,136,200	36,347,038
Hewlett Packard Enterprise Co.	16,500,512	236,947,352
HP Inc.	8,137,773	170,974,611
Juniper Networks, Inc.	3,530,329	100,614,377
NetApp, Inc.	1,121,891	62,063,010
TE Connectivity, Ltd. (Switzerland)	1,570,036	149,216,221
		974,591,339
		1,916,056,683
MATERIALS: 0.6%		
Celanese Corp., Series A	1,002,532	107,351,127
TELECOMMUNICATION SERVICES: 1.0%		
Sprint Corp.[(a)]	15,802,971	93,079,499
Zayo Group Holdings, Inc.[(a)]	2,110,000	77,648,000
		170,727,499
TOTAL COMMON STOCKS (Cost $6,439,859,163)		**$10,861,894,875**

PREFERRED STOCKS: 4.9%

	PAR VALUE	VALUE
CONSUMER DISCRETIONARY: 0.3%		
MEDIA: 0.3%		
NBCUniversal Enterprise, Inc. 5.25%[(c)]	$ 53,210,000	$ 56,535,625

 See accompanying Notes to Financial Statements

PREFERRED STOCKS (continued)

	PAR VALUE	VALUE
FINANCIALS: 4.6%		
BANKS: 4.6%		
Bank of America Corp. 6.10%[g]	$ 16,008,000	$ 17,568,780
Bank of America Corp. 6.25%[g]	52,470,000	57,981,974
Citigroup, Inc. 5.95%[g]	5,175,000	5,504,906
Citigroup, Inc. 5.95%[g]	77,327,000	82,353,255
Citigroup, Inc. 6.25%[g]	50,886,000	56,127,258
JPMorgan Chase & Co. 6.10%[g]	254,565,000	279,716,022
Wells Fargo & Co. 5.875%[g]	227,645,000	252,128,220
		751,380,415
TOTAL PREFERRED STOCKS		
(Cost $739,141,278)		$ 807,916,040

DEBT SECURITIES: 26.3%

	PAR VALUE	VALUE
U.S. TREASURY: 4.1%		
U.S. Treasury Inflation Indexed		
0.125%, 4/15/20[h]	46,103,816	46,018,437
0.125%, 4/15/21[h]	33,018,111	32,891,158
U.S. Treasury Note/Bond		
1.625%, 7/31/19	41,885,000	41,727,723
1.625%, 3/15/20	25,000,000	24,844,561
1.75%, 12/31/20	90,175,000	89,541,353
1.125%, 2/28/21	111,515,000	108,435,973
1.125%, 7/31/21	56,610,000	54,739,865
1.75%, 11/30/21	130,000,000	128,179,180
1.875%, 1/31/22	90,500,000	89,553,667
1.875%, 2/28/22	14,110,000	13,956,312
1.75%, 5/31/22	38,064,000	37,397,377
		667,285,606
GOVERNMENT-RELATED: 1.8%		
FEDERAL AGENCY: 0.0%		
Small Business Admin. — 504 Program		
Series 1998-20D 1, 6.15%, 4/1/18	38,426	38,691
Series 1998-20I 1, 6.00%, 9/1/18	59,575	60,048
Series 1999-20F 1, 6.80%, 6/1/19	88,081	89,719
Series 2000-20D 1, 7.47%, 4/1/20	505,324	520,920
Series 2000-20E 1, 8.03%, 5/1/20	87,642	90,805
Series 2000-20G 1, 7.39%, 7/1/20	185,857	191,429
Series 2000-20I 1, 7.21%, 9/1/20	92,431	95,105
Series 2001-20E 1, 6.34%, 5/1/21	398,393	414,412
Series 2001-20G 1, 6.625%, 7/1/21	417,284	434,414
Series 2003-20J 1, 4.92%, 10/1/23	1,581,266	1,660,202
Series 2007-20F 1, 5.71%, 6/1/27	1,905,370	2,036,694
		5,632,439
FOREIGN AGENCY: 0.6%		
Petroleo Brasileiro SA (Brazil)		
4.375%, 5/20/23	20,950,000	20,718,921
Petroleos Mexicanos (Mexico)		
6.875%, 8/4/26	13,775,000	15,617,406
6.50%, 3/13/27[c]	18,400,000	20,111,200
6.625%, 6/15/35	9,425,000	10,069,105
6.375%, 1/23/45	20,125,000	20,232,669
5.625%, 1/23/46	16,675,000	15,432,713
		102,182,014
LOCAL AUTHORITY: 1.2%		
New Jersey Turnpike Authority RB		
7.102%, 1/1/41	12,436,000	18,578,514
State of California GO		
7.50%, 4/1/34	13,470,000	19,946,645
7.55%, 4/1/39	22,525,000	35,445,565
7.30%, 10/1/39	18,730,000	27,942,538
7.625%, 3/1/40	5,540,000	8,667,053
State of Illinois GO		
5.665%, 3/1/18	28,485,000	28,639,958

	PAR VALUE	VALUE
5.877%, 3/1/19	$ 10,225,000	$ 10,543,611
5.00%, 11/1/20	8,000,000	8,423,680
5.00%, 11/1/21	10,500,000	11,148,165
5.10%, 6/1/33	22,615,000	22,577,459
		191,913,188
		299,727,641
SECURITIZED: 10.6%		
ASSET-BACKED: 0.9%		
Auto Loan: 0.1%		
Ford Credit Auto Owner Trust		
Series 2015-REV1 A, 2.12%, 7/15/26[c]	16,450,000	16,413,576
Series 2017-REV2 A, 2.36%, 3/15/29[c]	6,721,000	6,659,062
		23,072,638
Credit Card: 0.3%		
American Express Master Trust		
Series 2017-4 A, 1.64%, 12/15/21	44,759,000	44,527,251
Other: 0.4%		
Rio Oil Finance Trust (Brazil)		
9.25%, 7/6/24[c]	24,723,563	26,701,448
9.75%, 1/6/27[c]	33,415,340	36,088,567
		62,790,015
Student Loan: 0.1%		
SLM Student Loan Trust (Private Loans)		
Series 2014-A A2A, 2.59%, 1/15/26[c]	3,984,576	3,992,689
Series 2012-B A2, 3.48%, 10/15/30[c]	1,955,966	1,964,723
Series 2012-E A2A, 2.09%, 6/15/45[c]	7,586,403	7,587,764
Series 2012-C A2, 3.31%, 10/15/46[c]	3,530,102	3,539,014
		17,084,190
		147,474,094
CMBS: 0.2%		
Agency CMBS: 0.2%		
Fannie Mae Multifamily DUS		
Pool AL8144, 2.404%, 10/1/22	7,843,284	7,873,281
Pool AL9086, 2.304%, 7/1/23	1,696,776	1,681,455
Freddie Mac Multifamily DUS		
Series K055 X1, 1.368%, 3/25/26[f]	10,632,354	980,766
Series K056 X1, 1.267%, 5/25/26[f]	4,659,718	401,407
Series K057 X1, 1.193%, 7/25/26[f]	3,810,962	317,353
Series K064 X1, 0.609%, 3/25/27[f]	9,573,443	455,459
Series K065 X1, 0.675%, 4/25/27[f]	44,385,682	2,353,440
Series K066 X1, 0.753%, 6/25/27[f]	38,062,933	2,266,473
Series K069 X1, 0.369%, 9/25/27[f]	238,823,694	7,664,330
		23,993,964
MORTGAGE-RELATED: 9.5%		
Federal Agency CMO & REMIC: 1.3%		
Dept. of Veterans Affairs		
Series 1995-1 1, 6.928%, 2/15/25[f]	264,106	285,136
Series 1995-2C 3A, 8.793%, 6/15/25	115,283	132,403
Series 2002-1 2J, 6.50%, 8/15/31	7,633,812	8,500,739
Fannie Mae		
Trust 2002-33 A1, 7.00%, 6/25/32	1,616,482	1,890,024
Trust 2009-66 ET, 6.00%, 5/25/39	2,100,382	2,222,771
Trust 2009-30 AG, 6.50%, 5/25/39	1,840,456	2,015,328
Trust 2001-T7 A1, 7.50%, 2/25/41	1,216,434	1,402,570
Trust 2001-T5 A3, 7.50%, 6/19/41[f]	520,023	612,469
Trust 2001-T4 A1, 7.50%, 7/25/41	1,284,240	1,491,989
Trust 2001-T8 A1, 7.50%, 7/25/41	1,313,636	1,513,824
Trust 2001-W3 A, 7.00%, 9/25/41[f]	841,721	904,972
Trust 2001-T10 A2, 7.50%, 12/25/41	998,555	1,158,150
Trust 2013-106 MA, 4.00%, 2/25/42	8,219,358	8,565,271
Trust 2002-W6 2A1, 7.00%, 6/25/42[f]	1,321,277	1,505,772

See accompanying Notes to Financial Statements

DEBT SECURITIES (continued)

	PAR VALUE	VALUE
Trust 2002-W8 A2, 7.00%, 6/25/42	$ 1,662,430	$ 1,924,197
Trust 2003-W2 1A1, 6.50%, 7/25/42	2,853,857	3,292,602
Trust 2003-W2 1A2, 7.00%, 7/25/42	1,103,050	1,295,073
Trust 2003-W4 4A, 7.50%, 10/25/42[f]	1,325,085	1,481,862
Trust 2012-121 NB, 7.00%, 11/25/42	2,023,299	2,298,907
Trust 2004-T1 1A2, 6.50%, 1/25/44	1,674,727	1,894,246
Trust 2004-W2 5A, 7.50%, 3/25/44	2,674,601	3,008,375
Trust 2004-W8 3A, 7.50%, 6/25/44	442,871	512,793
Trust 2005-W4 1A2, 6.50%, 8/25/45	4,258,484	4,831,192
Trust 2009-11 MP, 7.00%, 3/25/49	3,935,354	4,453,259
USD LIBOR 1-month		
+0.55%, 2.102%, 9/25/43	8,236,012	8,325,175
Freddie Mac		
Series 1078 GZ, 6.50%, 5/15/21	56,783	58,521
Series 16 PK, 7.00%, 8/25/23	1,424,438	1,534,853
Series T-48 1A4, 5.538%, 7/25/33	25,335,091	27,333,698
Series T-51 1A, 6.50%, 9/25/43[f]	169,674	194,089
Series T-59 1A1, 6.50%, 10/25/43	9,068,221	10,396,253
Series 4281 BC, 4.50%, 12/15/43[f]	50,345,837	53,804,626
USD LIBOR 1-month		
+0.61%, 2.087%, 9/15/43	17,718,394	17,934,252
Ginnie Mae		
USD LIBOR 1-Month		
+0.62%, 1.863%, 9/20/64	4,024,408	4,028,061
USD LIBOR 12-Month		
+0.23%, 2.01%, 10/20/67	22,468,957	22,472,862
+0.23%, 2.01%, 10/20/67	13,996,305	13,995,783
		217,272,097
Federal Agency Mortgage Pass-Through: 8.2%		
Fannie Mae, 15 Year		
6.00%, 3/1/18-3/1/22	185,758	193,149
6.50%, 4/1/18-11/1/18	3,006	3,014
7.00%, 11/1/18	1,350	1,351
4.50%, 1/1/25-1/1/27	10,367,108	10,938,183
3.50%, 11/1/25-12/1/29	27,511,526	28,412,223
4.00%, 9/1/26-3/1/29	64,319,757	67,084,198
Fannie Mae, 20 Year		
4.00%, 11/1/30-2/1/37	49,341,332	52,104,694
4.50%, 1/1/31-12/1/34	76,231,564	81,369,368
3.50%, 6/1/35-4/1/37	87,449,892	90,641,013
Fannie Mae, 30 Year		
6.50%, 12/1/28-8/1/39	17,785,977	20,178,203
5.50%, 7/1/33-8/1/37	11,500,028	12,761,132
6.00%, 9/1/36-8/1/37	15,862,399	17,987,283
7.00%, 4/1/37-8/1/37	5,404,298	6,313,200
4.50%, 1/1/39-3/1/47	224,721,197	240,235,321
Fannie Mae, 40 Year		
4.50%, 6/1/56	45,672,423	48,806,183
Fannie Mae, Hybrid ARM		
1-Year U.S. Treasury CMT		
+2.03%, 3.17%, 9/1/34	1,049,744	1,101,698
USD LIBOR 12-Month		
+1.36%, 3.106%, 12/1/34	1,401,756	1,454,284
+1.58%, 3.284%, 1/1/35	1,050,090	1,098,670
+1.50%, 3.249%, 8/1/35	919,367	955,382
+1.64%, 3.367%, 5/1/37	1,027,438	1,075,251
+1.85%, 4.189%, 7/1/39	1,506,345	1,578,053
+1.78%, 3.763%, 11/1/40	2,271,268	2,353,136
+1.78%, 3.571%, 12/1/40	3,982,966	4,109,523
+1.57%, 2.635%, 11/1/43	4,909,822	5,092,741
+1.55%, 2.70%, 4/1/44	13,265,464	13,624,784
+1.60%, 2.809%, 11/1/44	20,538,518	20,957,816
+1.60%, 2.811%, 12/1/44	14,195,472	14,480,883
+1.59%, 2.942%, 9/1/45	4,454,470	4,508,209
+1.59%, 2.84%, 12/1/45	18,322,121	18,564,141
+1.59%, 2.637%, 1/1/46	16,756,550	16,916,996

	PAR VALUE	VALUE
+1.61%, 3.188%, 6/1/47	$ 14,349,156	$ 14,602,339
+1.61%, 3.156%, 7/1/47	19,216,941	19,541,022
+1.60%, 2.747%, 8/1/47	24,373,465	24,652,199
USD LIBOR 6-Month		
+1.54%, 3.056%, 1/1/35	1,661,428	1,721,154
Freddie Mac, Hybrid ARM		
1-Year U.S. Treasury CMT		
+2.25%, 3.497%, 10/1/35	2,183,424	2,300,504
USD LIBOR 12-Month		
+1.96%, 3.802%, 5/1/34	1,743,880	1,850,536
+1.57%, 3.292%, 4/1/37	2,157,202	2,249,230
+1.79%, 3.541%, 9/1/37	1,282,410	1,347,082
+1.94%, 3.959%, 1/1/38	261,185	274,328
+2.06%, 3.776%, 2/1/38	5,307,845	5,639,310
+1.96%, 3.823%, 7/1/38	247,860	262,313
+1.74%, 3.48%, 10/1/38	1,215,747	1,274,193
+1.80%, 3.595%, 10/1/41	946,582	973,809
+1.80%, 2.555%, 8/1/42	7,771,035	8,004,099
+1.62%, 2.959%, 5/1/44	13,282,571	13,535,590
+1.61%, 2.994%, 5/1/44	1,650,880	1,679,749
+1.62%, 2.945%, 6/1/44	3,919,195	3,988,850
+1.62%, 3.121%, 6/1/44	4,751,908	4,849,422
+1.63%, 3.079%, 1/1/45	23,421,956	23,838,154
+1.62%, 2.736%, 10/1/45	10,432,192	10,548,655
+1.62%, 2.816%, 10/1/45	11,367,339	11,497,414
+1.63%, 3.249%, 7/1/47	11,194,996	11,391,930
Freddie Mac Gold, 15 Year		
6.50%, 3/1/18	110	110
4.50%, 9/1/24-9/1/26	7,085,929	7,429,160
4.00%, 3/1/25-11/1/26	27,659,966	28,826,995
Freddie Mac Gold, 20 Year		
6.50%, 10/1/26	3,296,587	3,606,995
4.50%, 4/1/31-6/1/31	9,736,665	10,387,064
Freddie Mac Gold, 30 Year		
7.75%, 7/25/21	155,397	160,737
7.47%, 3/17/23	70,110	74,241
6.50%, 12/1/32-4/1/33	5,194,769	5,911,253
7.00%, 11/1/37-9/1/38	4,272,736	4,811,218
5.50%, 12/1/37	600,318	667,507
6.00%, 2/1/39	1,453,886	1,633,237
4.50%, 9/1/41-8/1/47	309,040,369	328,913,276
Ginnie Mae, 30 Year		
7.97%, 4/15/20-1/15/21	149,604	156,682
7.50%, 11/15/24-10/15/25	591,875	653,501
		1,344,153,940
		1,561,426,037
		1,732,894,095
CORPORATE: 9.8%		
FINANCIALS: 3.8%		
Bank of America Corp.		
4.20%, 8/26/24	5,825,000	6,132,830
6.625%, 5/23/36[b]	37,275,000	48,271,125
3.004%, 12/20/23[c][g]	36,273,000	36,361,029
Barclays PLC (United Kingdom)		
4.375%, 9/11/24	18,275,000	18,721,495
4.836%, 5/9/28	4,525,000	4,708,497
BNP Paribas SA (France)		
4.25%, 10/15/24	31,175,000	32,904,796
4.375%, 9/28/25[c]	13,700,000	14,311,856
4.375%, 5/12/26[c]	8,000,000	8,363,150
4.625%, 3/13/27[c]	4,275,000	4,559,232
Boston Properties, Inc.		
3.85%, 2/1/23	7,800,000	8,124,726
3.125%, 9/1/23	17,550,000	17,685,509
3.80%, 2/1/24	5,000,000	5,180,324

See accompanying Notes to Financial Statements

DEBT SECURITIES (continued)

	PAR VALUE	VALUE
3.65%, 2/1/26	$ 4,450,000	$ 4,519,568
Capital One Financial Corp.		
3.50%, 6/15/23	21,006,000	21,370,842
4.20%, 10/29/25	10,175,000	10,465,739
Cigna Corp.		
7.875%, 5/15/27	17,587,000	23,724,170
Citigroup, Inc.		
4.00%, 8/5/24	5,925,000	6,177,792
USD LIBOR 3-Month +6.37%, 7.75%, 10/30/40[b]	37,080,925	40,670,359
Equity Residential		
3.00%, 4/15/23	14,775,000	14,946,633
2.85%, 11/1/26	6,000,000	5,818,844
HSBC Holdings PLC (United Kingdom)		
4.30%, 3/8/26	4,600,000	4,889,385
6.50%, 5/2/36	27,355,000	35,677,143
6.50%, 9/15/37	12,665,000	16,644,161
JPMorgan Chase & Co.		
8.75%, 9/1/30[b]	23,042,000	33,877,272
Lloyds Banking Group PLC (United Kingdom)		
4.50%, 11/4/24	19,575,000	20,535,340
4.65%, 3/24/26	11,100,000	11,717,596
Navient Corp.		
8.45%, 6/15/18	22,754,000	23,334,227
Royal Bank of Scotland Group PLC (United Kingdom)		
6.125%, 12/15/22	43,156,000	47,296,306
6.00%, 12/19/23	8,825,000	9,736,990
Unum Group		
7.19%, 2/1/28	8,305,000	9,980,583
7.25%, 3/15/28	2,030,000	2,547,995
6.75%, 12/15/28	11,368,000	13,915,112
Wells Fargo & Co.		
2.15%, 12/6/19	22,800,000	22,762,086
4.30%, 7/22/27	21,995,000	23,413,623
USD LIBOR 3-Month +0.65%, 2.159%, 12/6/19	11,575,000	11,682,965
		621,029,300
INDUSTRIALS: 5.6%		
AT&T, Inc.		
5.35%, 9/1/40	27,575,000	29,078,152
4.75%, 5/15/46	7,000,000	6,840,483
5.65%, 2/15/47	5,175,000	5,658,956
4.50%, 3/9/48	24,560,000	22,991,829
BHP Billiton, Ltd. (Australia)		
6.75%, 10/19/75[b][c][g]	7,525,000	8,786,115
Burlington Northern Santa Fe LLC[e]		
5.72%, 1/15/24	3,597,215	3,940,083
5.342%, 4/1/24	7,331,181	7,910,149
5.629%, 4/1/24	11,439,857	12,361,189
Cemex SAB de CV (Mexico)		
6.00%, 4/1/24[c]	10,575,000	11,183,062
5.70%, 1/11/25[c]	22,475,000	23,711,125
6.125%, 5/5/25[c]	8,100,000	8,642,700
Charter Communications, Inc.		
8.75%, 2/14/19	7,840,000	8,358,646
8.25%, 4/1/19	21,815,000	23,313,799
4.125%, 2/15/21	2,260,000	2,327,118
4.908%, 7/23/25	11,600,000	12,330,162
4.20%, 3/15/28	5,000,000	4,962,015
6.55%, 5/1/37	11,000,000	12,928,469
6.75%, 6/15/39	6,160,000	7,386,233
6.484%, 10/23/45	22,970,000	26,760,900
5.375%, 5/1/47	4,100,000	4,200,482

	PAR VALUE	VALUE
Cox Enterprises, Inc.		
3.25%, 12/15/22[c]	$ 6,240,000	$ 6,251,418
2.95%, 6/30/23[c]	37,166,000	36,631,915
3.85%, 2/1/25[c]	24,125,000	24,681,564
CRH PLC (Ireland)		
3.875%, 5/18/25[c]	17,100,000	17,845,782
Dell Technologies, Inc.		
4.42%, 6/15/21[c]	6,165,000	6,423,435
5.45%, 6/15/23[c]	14,966,000	16,170,566
Dillard's, Inc.		
7.875%, 1/1/23	8,660,000	9,873,163
7.75%, 7/15/26	50,000	57,012
7.75%, 5/15/27	540,000	622,763
7.00%, 12/1/28	15,135,000	16,662,591
DowDuPont Inc.		
7.375%, 11/1/29	17,000,000	22,664,334
9.40%, 5/15/39	5,677,000	9,697,549
Ford Motor Credit Co. LLC[e]		
2.681%, 1/9/20	13,000,000	13,030,671
5.75%, 2/1/21	12,700,000	13,787,002
5.875%, 8/2/21	12,945,000	14,213,567
4.25%, 9/20/22	4,243,000	4,448,590
Imperial Brands PLC (United Kingdom)		
3.75%, 7/21/22[c]	10,475,000	10,823,550
4.25%, 7/21/25[c]	44,175,000	46,308,553
Kinder Morgan, Inc.		
4.30%, 6/1/25	11,050,000	11,507,413
5.50%, 3/1/44	25,893,000	27,559,457
5.40%, 9/1/44	20,119,000	21,254,080
Macy's, Inc.		
6.70%, 7/15/34	5,890,000	6,161,336
Naspers, Ltd. (South Africa)		
6.00%, 7/18/20[c]	16,900,000	18,143,232
5.50%, 7/21/25[c]	20,075,000	21,861,033
4.85%, 7/6/27[c]	14,200,000	14,724,207
RELX PLC (United Kingdom)		
3.125%, 10/15/22	17,458,000	17,588,916
Telecom Italia SPA (Italy)		
7.175%, 6/18/19	27,527,000	29,213,029
5.303%, 5/30/24[c]	15,025,000	16,039,187
7.20%, 7/18/36	11,596,000	14,408,030
7.721%, 6/4/38	7,062,000	9,109,980
TransCanada Corp. (Canada)		
5.625%, 5/20/75[b][g]	20,570,000	21,649,925
5.875%, 8/15/76[b][g]	4,500,000	4,871,250
5.30%, 3/15/77[b][g]	20,885,000	21,537,656
Twenty-First Century Fox, Inc.		
6.15%, 3/1/37	15,000,000	19,631,205
6.65%, 11/15/37	4,638,000	6,374,741
Ultrapar Participacoes SA (Brazil)		
5.25%, 10/6/26[c]	12,050,000	12,269,551
Union Pacific Corp.		
6.176%, 1/2/31	8,177,455	9,465,568
Verizon Communications, Inc.		
4.272%, 1/15/36	11,847,000	11,777,241
4.522%, 9/15/48	7,000,000	6,886,247
5.012%, 4/15/49	49,149,000	51,500,736
Xerox Corp.		
6.35%, 5/15/18	6,029,000	6,116,525
4.50%, 5/15/21	13,311,000	13,906,809
Zoetis, Inc.		
3.25%, 2/1/23	2,150,000	2,182,788
4.50%, 11/13/25	17,545,000	19,117,554
		928,723,388

DEBT SECURITIES (continued)

	PAR VALUE	VALUE
UTILITIES: 0.4%		
Dominion Energy, Inc.		
4.104%, 4/1/21	$ 5,300,000	$ 5,514,926
5.75%, 10/1/54[b][g]	22,950,000	24,786,000
Enel SPA (Italy)		
6.80%, 9/15/37[c]	13,700,000	18,308,496
6.00%, 10/7/39[c]	13,352,000	16,601,052
		65,210,474
		1,614,963,162
TOTAL DEBT SECURITIES (Cost $4,142,536,327)		**$ 4,314,870,504**

EQUITY INDEX PUT OPTIONS PURCHASED: 0.4%

	CONTRACTS	VALUE
Counterparty: Goldman Sachs		
S&P 500 Index, 6/15/18 at $2,375 Notional Amount $601,562,250	225,000	$ 6,211,005
S&P 500 Index, 6/15/18 at $2,475 Notional Amount $267,361,000	100,000	3,890,239
S&P 500 Index, 12/21/18 at $2,550 Notional Amount $401,041,500	150,000	15,158,554
Counterparty: JPMorgan		
S&P 500 Index, 6/15/18 at $2,375 Notional Amount $601,562,250	225,000	6,211,005
S&P 500 Index, 12/21/18 at $2,375 Notional Amount $401,041,500	150,000	9,742,521
S&P 500 Index, 12/21/18 at $2,475 Notional Amount $267,361,000	100,000	8,373,515
S&P 500 Index, 12/21/18 at $2,575 Notional Amount $334,201,250	125,000	13,458,402
		63,045,241
TOTAL EQUITY INDEX PUT OPTIONS PURCHASED (Cost $150,900,607)		**$ 63,045,241**

SHORT-TERM INVESTMENTS: 2.2%

	SHARES/ PAR VALUE	VALUE
REPURCHASE AGREEMENT: 2.1%		
Fixed Income Clearing Corporation[d] 0.80%, dated 12/29/17, due 1/2/18, maturity value $341,815,381	$341,785,000	$ 341,785,000
MONEY MARKET FUND: 0.1%		
State Street Institutional Treasury Plus Money Market Fund	16,450,454	16,450,454
TOTAL SHORT-TERM INVESTMENTS (Cost $358,235,454)		**$ 358,235,454**
TOTAL INVESTMENTS (Cost $11,830,672,829)	100.1%	**$ 16,405,962,114**
OTHER ASSETS LESS LIABILITIES	(0.1%)	(18,997,339)
NET ASSETS	**100.0%**	**$ 16,386,964,775**

(a) Non-income producing
(b) Hybrid security
(c) Security exempt from registration under Rule 144A of the Securities Act of 1933. The security may be resold in transactions exempt from registration, normally to qualified institutional buyers. As of December 31, 2017, all such securities in total represented $578,595,478 or 3.5% of net assets. These securities have been deemed liquid by Dodge & Cox, investment manager, pursuant to procedures approved by the Fund's Board of Trustees.
(d) Repurchase agreement is collateralized by Federal Home Loan Bank 0.875%, 10/1/18, Fannie Mae 1.875%, 9/18/18, U.S. Treasury Notes 1.00%-1.875%, 8/15/18-10/31/22. Total collateral value is $348,621,292.
(e) Subsidiary (see below)
(f) Variable rate security: interest rate is determined by the interest rates of underlying pool of assets that collateralize the security. The interest rate of the security may change due to a change in the interest rates or the composition of underlying pool of assets. The interest rate shown is the rate as of period end.
(g) Variable rate security: fixed-to-float security pays an initial fixed interest rate and will pay a floating interest rate established at a predetermined time in the future. The interest rate shown is the rate as of period end.
(h) Inflation-linked

In determining a company's country designation, the Fund generally references the country of incorporation. In cases where the Fund considers the country of incorporation to be a "jurisdiction of convenience" chosen primarily for tax purposes or in other limited circumstances, the Fund uses the country designation of an appropriate broad-based market index. In those cases, two countries are listed — the country of incorporation and the country designated by an appropriate index, respectively.

Debt securities are grouped by parent company unless otherwise noted. Actual securities may be issued by the listed parent company or one of its subsidiaries.

ADR: American Depositary Receipt
ARM: Adjustable Rate Mortgage
CMBS: Commercial Mortgage-Backed Security
CMO: Collateralized Mortgage Obligation
CMT: Constant Maturity Treasury
DUS: Delegated Underwriting and Servicing
GO: General Obligation
RB: Revenue Bond
REMIC: Real Estate Mortgage Investment Conduit

FUTURES CONTRACTS

Description	Number of Contracts	Expiration Date	Notional Amount	Value / Unrealized Appreciation (Depreciation)
10 Year U.S. Treasury Note— Short Position	1,041	Mar 2018	$(129,132,797)	$ 793,460
Ultra Long Term U.S. Treasury Bond— Short Position	569	Mar 2018	(95,396,406)	(486,796)
				$ 306,664

STATEMENT OF ASSETS AND LIABILITIES

	December 31, 2017
ASSETS:	
Investments in securities, at value (cost $11,830,672,829)	$16,405,962,114
Deposits with broker for futures contracts	3,198,361
Receivable for investments sold	8,429,879
Receivable for Fund shares sold	12,812,800
Dividends and interest receivable	54,490,123
Prepaid expenses and other assets	94,964
	16,484,988,241
LIABILITIES:	
Cash received as collateral for options purchased	59,790,000
Payable for variation margin for futures contracts	460,396
Payable for investments purchased	5,277,585
Payable for Fund shares redeemed	24,732,189
Management fees payable	6,952,606
Accrued expenses	810,690
	98,023,466
NET ASSETS	$16,386,964,775
NET ASSETS CONSIST OF:	
Paid in capital	$11,720,649,151
Undistributed net investment income	2,270,590
Undistributed net realized gain	88,449,085
Net unrealized appreciation	4,575,595,949
	$16,386,964,775
Fund shares outstanding (par value $0.01 each, unlimited shares authorized)	153,151,682
Net asset value per share	$ 107.00

STATEMENT OF OPERATIONS

	Year Ended December 31, 2017
INVESTMENT INCOME:	
Dividends (net of foreign taxes of $4,287,101)	$ 223,914,730
Interest	196,710,999
	420,625,729
EXPENSES:	
Management fees	79,556,879
Custody and fund accounting fees	284,461
Transfer agent fees	1,790,864
Professional services	163,472
Shareholder reports	292,367
Registration fees	120,066
Trustees' fees	280,417
ADR depositary services fees	857,536
Miscellaneous	255,600
	83,601,662
NET INVESTMENT INCOME	337,024,067
REALIZED AND UNREALIZED GAIN (LOSS):	
Net realized gain (loss)	
Investments in securities	869,513,542
Futures contracts	(11,400,433)
Net change in unrealized appreciation/depreciation	
Investments in securities	695,834,784
Futures contracts	(1,157,643)
Net realized and unrealized gain	1,552,790,250
NET CHANGE IN NET ASSETS FROM OPERATIONS	$ 1,889,814,317

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2017	Year Ended December 31, 2016
OPERATIONS:		
Net investment income	$ 337,024,067	$ 342,632,985
Net realized gain	858,113,109	652,399,623
Net change in unrealized appreciation/ depreciation	694,677,141	1,209,354,799
	1,889,814,317	2,204,387,407
DISTRIBUTIONS TO SHAREHOLDERS FROM:		
Net investment income	(338,037,335)	(342,522,606)
Net realized gain	(994,897,721)	(577,591,290)
Total distributions	(1,332,935,056)	(920,113,896)
FUND SHARE TRANSACTIONS:		
Proceeds from sale of shares	1,562,877,163	1,311,438,514
Reinvestment of distributions	1,265,331,879	873,912,502
Cost of shares redeemed	(2,379,686,448)	(2,357,390,650)
Net change from Fund share transactions	448,522,594	(172,039,634)
Total change in net assets	1,005,401,855	1,112,233,877
NET ASSETS:		
Beginning of year	15,381,562,920	14,269,329,043
End of year (including undistributed net investment income of $2,270,590 and $2,394,380, respectively)	$16,386,964,775	$15,381,562,920
SHARE INFORMATION:		
Shares sold	14,655,810	13,426,666
Distributions reinvested	11,918,105	8,834,100
Shares redeemed	(22,251,076)	(24,554,403)
Net change in shares outstanding	4,322,839	(2,293,637)

NOTE 1—ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Dodge & Cox Balanced Fund (the "Fund") is one of the series constituting the Dodge & Cox Funds (the "Trust" or the "Funds"). The Trust is organized as a Delaware statutory trust and is registered under the Investment Company Act of 1940, as amended, as an open-end management investment company. The Fund commenced operations on June 26, 1931, and seeks regular income, conservation of principal, and an opportunity for long-term growth of principal and income. Risk considerations and investment strategies of the Fund are discussed in the Fund's Prospectus.

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America, which require the use of estimates and assumptions by management. Actual results may differ from those estimates. Significant accounting policies are as follows:

Security valuation The Fund's net assets are normally valued as of the scheduled close of trading on the New York Stock Exchange (NYSE), generally 4:00 p.m. Eastern Time, each day that the NYSE is open for business. Portfolio securities and other financial instruments for which market quotes are readily available are valued at market value. Listed securities are generally valued using the official quoted close price or the last sale on the exchange that is determined to be the primary market for the security.

Debt securities, certain preferred stocks, and derivatives traded over the counter are valued using prices received from independent pricing services which utilize dealer quotes, recent transaction data, pricing models, and other inputs to arrive at market-based valuations. Pricing models may consider quoted prices for similar securities, interest rates, cash flows (including prepayment speeds), and credit risk. Exchange-traded derivatives are valued at the settlement price determined by the relevant exchange. Short-term securities less than 60 days to maturity may be valued at amortized cost if amortized cost approximates current value. Mutual funds are valued at their respective net asset values. Security values are not discounted based on the size of the Fund's position and may differ from the value a Fund receives upon sale of the securities. All securities held by the Fund are denominated in U.S. dollars.

If market quotations are not readily available or if normal valuation procedures produce valuations that are deemed unreliable or inappropriate under the circumstances existing at the time, the investment will be valued at fair value as determined in good faith by or under the direction of the Fund's Board of Trustees. The Board of Trustees has appointed Dodge & Cox, the Fund's investment manager, to make fair value determinations in accordance with the Dodge & Cox Funds Valuation Policies ("Valuation Policies"), subject to Board oversight. Dodge & Cox has established a Pricing Committee that is comprised of representatives from Treasury, Legal, Compliance, and Operations. The Pricing Committee is responsible for implementing the Valuation Policies, including determining the fair value of securities and other investments when necessary. The Pricing Committee considers relevant indications of value that are reasonably available to it in determining the fair value assigned to a particular security, such as the value of similar financial instruments, trading volumes, contractual restrictions on disposition, related corporate actions, and changes in economic conditions. In doing so, the Pricing Committee employs various methods for calibrating fair valuation approaches, including a regular review of key inputs and assumptions, back-testing, and review of any related market activity.

Valuing securities through a fair value determination involves greater reliance on judgment than valuation of securities based on readily available market quotations. In some instances, lack of information and uncertainty as to the significance of information may lead to a conclusion that a prior valuation is the best indication of a security's value. When fair value pricing is employed, the prices of securities used by the Fund to calculate its net asset value may differ from quoted or published prices for the same securities.

Security transactions, investment income, expenses, and distributions Security transactions are recorded on the trade date. Realized gains and losses on securities sold are determined on the basis of identified cost.

Dividend income and corporate action transactions are recorded on the ex-dividend date, or when the Fund first learns of the dividend/corporate action if the ex-dividend date has passed. Non-cash dividends, if any, are recorded at the fair market value of the securities received. Dividends characterized as return of capital for U.S. tax purposes are recorded as a reduction of cost of investments and/or realized gain.

Interest income is recorded on the accrual basis. Interest income includes coupon interest, amortization of premium and accretion of discount on debt securities, and gain/loss on paydowns. The ability of the issuers of the debt securities held by the Fund to meet their obligations may be affected by economic developments in a specific industry, state, or region. Debt obligations may be placed on non-accrual status and related interest income may be reduced by ceasing current accruals and writing off interest receivables when the collection of all or a portion of interest has become doubtful. A debt obligation is removed from non-accrual status when the issuer resumes interest payments or when collectibility of interest is reasonably assured.

Expenses are recorded on the accrual basis. Some expenses of the Trust can be directly attributed to a specific series. Expenses which cannot be directly attributed are allocated among the Funds in the Trust using methodologies determined by the nature of the expense.

Distributions to shareholders are recorded on the ex-dividend date.

Foreign taxes The Fund may be subject to foreign taxes which may be imposed by certain countries in which the Fund invests. The Fund endeavors to record foreign taxes based on applicable foreign tax law. Withholding taxes are incurred on certain foreign dividends and are accrued at the time the associated dividend is recorded. The Fund files withholding tax reclaims in certain jurisdictions to recover a portion of amounts previously withheld. The Fund records a reclaim receivable based on, among other things, a jurisdiction's legal obligation to pay reclaims as well as payment history and market convention. In consideration of recent decisions rendered by European courts, the Fund has filed for additional reclaims related to prior years. A corresponding receivable is established when both the amount is known and significant contingencies or uncertainties regarding collectability are removed. These amounts, if any, are reported in "dividends and interest receivable" in the Statement of Assets and Liabilities.

Repurchase agreements Repurchase agreements are transactions under which a Fund purchases a security from a dealer counterparty and agrees to resell the security to that counterparty on a specified future date at the same price, plus a specified interest rate. The Fund's repurchase agreements are secured by U.S. government or agency securities. It is the Fund's policy that its custodian take possession of the underlying collateral securities, the fair value of which exceeds the principal amount of the repurchase transaction, including accrued interest, at all times. In the event of default by the counterparty, the Fund has the contractual right to liquidate the collateral securities and to apply the proceeds in satisfaction of the obligation.

Indemnification Under the Trust's organizational documents, its officers and trustees are indemnified against certain liabilities arising out of the performance of their duties to the Trust. In addition, in the normal course of business the Trust enters into contracts that provide general indemnities to other parties. The Trust's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred.

NOTE 2—VALUATION MEASUREMENTS

Various inputs are used in determining the value of the Fund's investments. These inputs are summarized in the three broad levels listed below.

- Level 1: Quoted prices in active markets for identical securities
- Level 2: Other significant observable inputs (including quoted prices for similar securities, market indices, interest rates, credit risk, forward exchange rates, etc.)
- Level 3: Significant unobservable inputs (including Fund management's assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The following is a summary of the inputs used to value the Fund's holdings at December 31, 2017:

Classification[a]	LEVEL 1 (Quoted Prices)	LEVEL 2 (Other Significant Observable Inputs)
Securities		
Common Stocks[b]	$10,861,894,875	$ —
Preferred Stocks	—	807,916,040
Debt Securities		
U.S. Treasury	—	667,285,606
Government-Related	—	299,727,641
Securitized	—	1,732,894,095
Corporate	—	1,614,963,162
Equity Index Put Options		
Purchased	—	63,045,241
Short-term Investments		
Repurchase Agreement	—	341,785,000
Money Market Fund	16,450,454	—
Total Securities	$10,878,345,329	$ 5,527,616,785
Other Investments		
Futures Contracts		
Appreciation	$ 793,460	$ —
Depreciation	(486,796)	—

[a] There were no transfers between Level 1 and Level 2 during the year ended December 31, 2017. There were no Level 3 securities at December 31, 2017 and 2016, and there were no transfers to Level 3 during the year.

[b] All common stocks held in the Fund are Level 1 securities. For a detailed break-out of common stocks by major industry classification, please refer to the Portfolio of Investments.

NOTE 3—DERIVATIVE INSTRUMENTS

The Fund entered into various transactions involving derivative instruments, including Treasury futures contracts and purchased equity index put options, in connection with its investment strategy. The Fund may use derivatives to minimize the impact of losses to one or more of its investments (as a "hedging technique") or to implement its investment strategy.

The Fund has entered into over-the-counter derivatives, such as put options (each, an "OTC Derivative"). Each OTC Derivative is subject to a negotiated master agreement (based on a form published by the International Swaps and Derivatives Association ("ISDA")) governing all OTC Derivatives between the Fund and the relevant dealer counterparty. The master agreements specify (i) events of default and other events permitting a party to terminate some or all of the OTC Derivatives thereunder and (ii) the process by which those OTC Derivatives will be valued for purposes of determining termination payments. If some or all of the OTC Derivatives under a master agreement are terminated because of an event of default or similar event, the values of all terminated OTC Derivatives must be netted to determine a single payment owed by one party to the other. To the extent amounts owed to the Fund by its counterparties are not collateralized, the Fund is at risk of those counterparties' non-performance. The Fund attempts to mitigate counterparty credit risk by entering into OTC Derivatives only with counterparties it believes to be of good credit quality, by exchanging collateral, and by monitoring the financial stability of those counterparties.

Futures contracts Futures contracts involve an obligation to purchase or sell (depending on whether the Fund has entered a long or short futures contract, respectively) an asset at a future date, at a price set at the time of the contract. Upon entering into a futures contract, the Fund is required to deposit an amount of cash or liquid assets (referred to as initial margin) in a segregated account with the clearing broker. Subsequent payments (referred to as variation margin) to and from the clearing broker are made on a daily basis based on changes in the market value of futures contracts. Futures contracts are traded publicly and their market value changes daily. Changes in the market value of open futures contracts are recorded as unrealized appreciation or depreciation in the Statement of Operations. Realized gains and losses on futures contracts are recorded in the Statement of Operations at the closing or expiration of the contracts. Cash deposited with a broker as initial margin is recorded in the Statement of Assets and Liabilities. A receivable and/or payable to brokers for daily variation margin is also recorded in the Statement of Assets and Liabilities.

Investments in futures contracts may include certain risks, which may be different from, and potentially greater than, those of the underlying securities. To the extent the Fund uses futures, it is exposed to additional volatility and potential losses resulting from leverage.

The Fund has maintained short Treasury futures contracts to assist with the management of the portfolio's interest rate exposure. During the year ended December 31, 2017, these Treasury futures contracts had notional values ranging from 1% to 3% of net assets.

Equity index put options An equity index put option gives its holder the right (but not the obligation) to sell the future value of an equity stock index, such as the S&P 500 index, at a predetermined strike price. A put option has value at its expiration if the index price is lower than the strike price. The buyer of an equity index put option pays a premium amount to purchase the contract, but has no payment obligations thereafter. Cash collateral received from the counterparty is recorded in the Statement of Assets and Liabilities. Changes in the value of open equity index put options are recorded as unrealized appreciation or depreciation and realized gains or losses are recorded at the closing or expiration of the options in the Statement of Operations within investments in securities. For the year ended December 31, 2017, the change in unrealized appreciation/depreciation and realized gain (loss) was ($87,855,366) and ($77,934,498), respectively.

The Fund purchased over-the-counter equity index put options to hedge against a general downturn in the equity markets. During the year ended December 31, 2017, these equity index put options had values up to 1% of net assets.

Additional derivative information For financial reporting purposes, the Fund does not offset OTC Derivative assets and liabilities that are subject to a master netting arrangement in the Statement of Assets and Liabilities. OTC Derivatives are presented in the Statement of Assets and Liabilities as investments. Collateral held by the Fund for OTC Derivatives are reported gross and presented as "Cash received as collateral for options purchased" in the Statement of Assets and Liabilities.

The netting of assets and liabilities and the offsetting of collateral pledged or received are based on contractual netting/set-off provisions in the ISDA master agreement. The following table presents the Fund's net exposure for OTC Derivatives that are subject to enforceable master netting arrangements as of December 31, 2017. The net amount represents the receivable from (payable to) the counterparty in the event of a default.

Counterparty	Gross OTC Derivative Assets	Gross OTC Derivative Liabilities	Cash Collateral Pledged/ (Received)[a]	Net Amount
Goldman Sachs	$25,259,798	$ —	$(23,830,000)	$ 1,429,798
JPMorgan	37,785,443	—	(35,960,000)	1,825,443
Total	$63,045,241	$ —	$(59,790,000)	$ 3,255,241

[a] Cash collateral received in excess of OTC Derivative assets/liabilities, if any, is not presented. Total cash collateral received is presented in the Fund's Statement of Assets and Liabilities.

NOTE 4—RELATED PARTY TRANSACTIONS

Management fees Under a written agreement approved by a unanimous vote of the Board of Trustees, the Fund pays a management fee monthly at an annual rate of 0.50% of the Fund's average daily net assets to Dodge & Cox, investment manager of the Fund.

Fund officers and trustees All officers and two of the trustees of the Trust are officers or employees of Dodge & Cox. The Trust pays a fee only to those trustees who are not affiliated with Dodge & Cox.

NOTE 5—INCOME TAX INFORMATION AND DISTRIBUTIONS TO SHAREHOLDERS

A provision for federal income taxes is not required since the Fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute all of its taxable income to shareholders. Distributions are determined in accordance with income tax regulations, and such amounts may differ from net investment income and realized gains for financial reporting purposes. Financial reporting records are adjusted for permanent book to tax differences at year end to reflect tax character.

Book to tax differences are primarily due to differing treatments of wash sales, net short-term realized gain (loss), certain dividends, derivatives, and Treasury Inflation-Protected Securities. At December 31, 2017, the cost of investments in securities and derivatives for federal income tax purposes was $11,834,927,609.

Distributions during the years noted below were characterized as follows for federal income tax purposes:

	Year Ended December 31, 2017	Year Ended December 31, 2016
Ordinary income	$ 381,953,061	$ 353,285,575
	($ 2.589 per share)	*($ 2.414 per share)*
Long-term capital gain	$ 950,981,995	$ 566,828,321
	($6.491 per share)	*($3.884 per share)*

At December 31, 2017, the tax basis components of distributable earnings were as follows:

Unrealized appreciation	$4,906,320,807
Unrealized depreciation	(334,979,638)
Net unrealized appreciation	4,571,341,169
Undistributed ordinary income	2,283,411
Undistributed long-term capital gain	168,781,846
Deferred loss[a]	(76,090,802)

[a] Represents capital loss incurred between November 1, 2017 and December 31, 2017. As permitted by tax regulation, the Fund has elected to treat this loss as arising in 2018.

Fund management has reviewed the tax positions for open periods (three years and four years, respectively, from filing the Fund's Federal and State tax returns) as applicable to the Fund, and has determined that no provision for income tax is required in the Fund's financial statements.

NOTE 6—LOAN FACILITIES

Pursuant to an exemptive order issued by the Securities and Exchange Commission (SEC), the Fund may participate in an interfund lending facility (Facility). The Facility allows the Fund to borrow money from or loan money to the Funds. Loans under the Facility are made for temporary or emergency purposes, such as to fund shareholder redemption requests. Interest on borrowings is the average of the current repurchase agreement rate and the bank loan rate. There was no activity in the Facility during the year.

All Funds in the Trust participate in a $500 million committed credit facility (Line of Credit) with State Street Bank and Trust Company, to be utilized for temporary or emergency purposes to fund shareholder redemptions or for other short-term liquidity purposes. The maximum amount available to the Fund is $250 million. Each Fund pays an annual commitment fee on its pro-rata portion of the Line of Credit. For the year ended December 31, 2017, the Fund's commitment fee amounted to $100,085 and is reflected as a Miscellaneous Expense in the Statement of Operations. Interest on borrowings is charged at the prevailing rate. There were no borrowings on the Line of Credit during the year.

NOTE 7—PURCHASES AND SALES OF INVESTMENTS

For the year ended December 31, 2017, purchases and sales of securities, other than short-term securities and U.S. government securities, aggregated $1,859,442,282 and $2,815,555,417, respectively. For the year ended December 31, 2017, purchases and sales of U.S. government securities aggregated $1,169,456,463 and $846,434,667, respectively.

NOTE 8—NEW ACCOUNTING GUIDANCE

In March 2017, the Financial Accounting Standards Board issued an update to amend the amortization period for certain purchased callable debt securities held at a premium. The amendments shorten the amortization period for premiums to the earliest call date, but do not require an accounting change for securities held at a discount. The amendments are effective for financial statements for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. Management is evaluating the impact, if any, of this guidance on the Fund's financial statements and disclosures.

NOTE 9—SUBSEQUENT EVENTS

Fund management has determined that no material events or transactions occurred subsequent to December 31, 2017, and through the date of the Fund's financial statements issuance, which require additional disclosure in the Fund's financial statements.

FINANCIAL HIGHLIGHTS

SELECTED DATA AND RATIOS

(for a share outstanding throughout each year)

	Year Ended December 31,				
	2017	**2016**	**2015**	**2014**	**2013**
Net asset value, beginning of year	$103.35	$94.42	$102.48	$98.30	$78.06
Income from investment operations:					
Net investment income	2.28	2.34	2.06	2.03	1.66
Net realized and unrealized gain (loss)	10.45	12.89	(4.99)	6.59	20.30
Total from investment operations	12.73	15.23	(2.93)	8.62	21.96
Distributions to shareholders from:					
Net investment income	(2.29)	(2.34)	(2.06)	(2.03)	(1.65)
Net realized gain	(6.79)	(3.96)	(3.07)	(2.41)	(0.07)
Total distributions	(9.08)	(6.30)	(5.13)	(4.44)	(1.72)
Net asset value, end of year	$107.00	$103.35	$94.42	$102.48	$98.30
Total return	12.59%	16.55%	(2.88)%	8.85%	28.37%
Ratios/supplemental data:					
Net assets, end of year (millions)	$16,387	$15,382	$14,269	$15,465	$14,404
Ratios of expenses to average net assets	0.53%	0.53%	0.53%	0.53%	0.53%
Ratios of net investment income to average net assets	2.12%	2.41%	2.03%	2.00%	1.85%
Portfolio turnover rate	19%	24%	20%	23%	25%

See accompanying Notes to Financial Statements

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Trustees of the Dodge & Cox Funds and Shareholders of Dodge & Cox Balanced Fund

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of Dodge & Cox Balanced Fund (one of the funds constituting Dodge & Cox Funds, referred to hereafter as the "Fund") as of December 31, 2017, the related statement of operations for the year ended December 31, 2017, the statement of changes in net assets for each of the two years in the period ended December 31, 2017, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2017 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2017, the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period ended December 31, 2017 and the financial highlights for each of the five years in the period ended December 31, 2017 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on the Fund's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2017 by correspondence with the custodian, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
San Francisco, California
February 16, 2018

We have served as the auditor of one or more investment companies in the Dodge & Cox Funds since 1931.

SPECIAL 2017 TAX INFORMATION

(unaudited)

The following information is provided pursuant to provisions of the Internal Revenue Code:

The Fund designates $226,646,608 of its distributions paid to shareholders in 2017 as qualified dividends (treated for federal income tax purposes in the hands of shareholders as taxable at a maximum rate of 20%).

For shareholders that are corporations, the Fund designates 48% of its ordinary dividends paid to shareholders in 2017 as dividends from domestic corporations eligible for the corporate dividends received deduction, provided that the shareholder otherwise satisfies applicable requirements to claim that deduction.

BOARD APPROVAL OF FUNDS' INVESTMENT MANAGEMENT AGREEMENTS AND MANAGEMENT FEES

(unaudited)

The Board of Trustees is responsible for overseeing the performance of the Dodge & Cox Funds' investment manager and determining whether to continue the Investment Management Agreements between the Funds and Dodge & Cox each year (the "Agreements"). At a meeting of the Board of Trustees of the Trust held on December 14, 2017, the Trustees, by a unanimous vote (including a separate vote of those Trustees who are not "interested persons" (as defined in the Investment Company Act of 1940) (the "Independent Trustees")), approved the renewal of the Agreements for an additional one-year term through December 31, 2018 with respect to each Fund. During the course of the year, the Board received extensive information and materials relating to the investment management and administrative services provided by Dodge & Cox and the performance of each of the Funds.

INFORMATION RECEIVED

In 2016 and 2017, the Board requested, received, and discussed a number of special presentations on topics relevant to their consideration of the proposed renewal of the Funds' Agreements. In addition to the foregoing and in advance of the meetings referred to below, the Board, including the Independent Trustees, requested, received, and reviewed materials relating to the Agreements and the services provided by Dodge & Cox. The Independent Trustees retained Morningstar to prepare an independent expense and performance summary for each Fund and comparable funds managed by other advisers identified by Morningstar. The Morningstar materials included information regarding advisory fee rates, expense ratios, and transfer agency, custodial, and distribution expenses, as well as performance comparisons to each Fund's peer group and to a broad-based securities index or combination of indices. The Morningstar materials also included a comparison of expenses of various share classes offered by comparable funds. The materials reviewed by the Board contained information concerning, among other things, Dodge & Cox's profitability, financial results and condition, advisory fee revenue, and separate account fee schedules. The Board additionally considered the Funds' brokerage commissions, turnover rates, sales and redemption data, and the significant investment that Dodge & Cox makes in research used in managing the Funds. The Board received and reviewed memoranda and related materials addressing, among other things, Dodge & Cox's services to the Funds; how Dodge & Cox Funds' fees compare to fees of peer group funds; the different fees, services, costs, and risks associated with other accounts managed by Dodge & Cox as compared to the Dodge & Cox Funds; and the ways in which the Funds realize economies of scale. Throughout the process of reviewing the services provided by Dodge & Cox and preparing for the meeting, the Independent Trustees found Dodge & Cox to be open, forthright, detailed, and very helpful in answering questions about all issues. The Board received copies of the Agreements and a memorandum from the independent legal counsel to the Independent Trustees discussing the factors generally regarded as appropriate to consider in evaluating advisory arrangements. The Trust's Contract Review Committee, consisting solely of Independent Trustees, met with the independent legal counsel on November 9, 2017 and again on December 14, 2017 to discuss whether to renew the Agreements. The Board, including the Independent Trustees, subsequently concluded that the existing Agreements are fair and reasonable and voted to approve the Agreements. In considering the Agreements, the Board, including the Independent Trustees, did not identify any single factor or particular information as all-important or controlling. In reaching the decision to approve the Agreements, the Board considered several factors, discussed below, to be key factors and reached the conclusions described below.

NATURE, QUALITY, AND EXTENT OF THE SERVICES

The Board considered that Dodge & Cox provides a wide range of services to the Funds in addition to portfolio management. The extensive nature of services provided by Dodge & Cox has been documented in materials provided to the Board and in presentations made to the Board throughout the year. In particular, the Board considered the nature, quality, and extent of portfolio management, administrative, and shareholder services performed by Dodge & Cox. With regard to portfolio management services, the Board considered Dodge & Cox's established long-term history of care and conscientiousness in the management of the Funds; its demonstrated consistency in investment approach and depth; the background and experience of the Dodge & Cox U.S. Equity Investment Committee, International Equity Investment Committee, Global Equity Investment Committee, U.S. Fixed Income Investment Committee, and Global Fixed Income Investment Committee, and research analysts responsible for managing the Funds; Dodge & Cox's methods for assessing the regulatory and investment climate in various jurisdictions; its overall high level of attention to its core investment management function; and its commitment to the Funds and their shareholders. The Board also considered analysis provided by Morningstar regarding the degree of active management in the Dodge & Cox equity funds and concluded that Dodge & Cox is an active, high conviction manager of equity portfolios, not a "closet index" manager.

In the area of administrative and shareholder services, the Board considered the quality of Dodge & Cox's work in areas such as compliance, legal services, trading, operations, proxy voting, technology, oversight of the Funds' transfer agent and custodian/

fund accounting agent, tax compliance, risk management, shareholder support, and shareholder communication through its website and other means. The Board also noted Dodge & Cox's disclosure policy, its compliance record, and its reputation as a trusted, shareholder-friendly mutual fund family.

In addition, the Board considered that Dodge & Cox manages approximately $200 billion in Fund assets with fewer professionals than most comparable funds, and that on average these professionals have more experience and longer tenure than investment professionals at comparable funds. The Board also noted that Dodge & Cox is an investment research-oriented firm with no other business endeavors to distract management's attention from its research efforts or to present material conflicts of interest with the operations of the Funds, that its investment professionals adhere to a consistent investment approach across the Funds, and that due to its careful and deliberate strategy with respect to new products, Dodge & Cox has had remarkable stability in its mutual fund product offerings over the course of the past 87 years and has the fewest funds of any of the 25 largest mutual fund families by assets. The Board further considered the "Gold" analyst rating awarded by Morningstar to all of the Funds (other than the Global Bond Fund). The Board concluded that it was satisfied with the nature, extent, and quality of investment management and other services provided to the Funds by Dodge & Cox.

INVESTMENT PERFORMANCE

The Board considered short-term and long-term investment performance for each Fund (including periods of outperformance or underperformance) as compared to both relevant indices and the performance of such Fund's peer group. In assessing the performance of the Funds, the Board considered the Funds' investment returns over various periods and the volatility thereof and concluded that the levels experienced were consistent with Dodge & Cox's long-term approach and active investment style. The Board determined after extensive review and inquiry that Dodge & Cox's historic, long-term, team-oriented, bottom-up investment approach remains consistent and that Dodge & Cox continues to be distinguished by its integrity, transparency, and independence. The Board considered that the performance of the Funds is the result of a value-oriented investment management process that emphasizes a long-term investment horizon, comprehensive independent research, a team approach, price discipline, low cost, and low portfolio turnover. The Board also considered that the investment performance delivered by Dodge & Cox to the Funds appeared to be consistent with the relevant performance delivered for other clients of Dodge & Cox. The Board concluded that Dodge & Cox has delivered favorable long-term performance for Fund investors consistent with the long-term investment strategies being pursued by the Funds.

COSTS AND ANCILLARY BENEFITS

Costs of Services to Funds: Fees and Expenses. The Board considered each Fund's management fee rate and expense ratio relative to each Fund's peer group and relative to management fees charged by Dodge & Cox to other clients. In particular, the Board considered that the Funds continue to be below their peer group median in expense ratios and that many media and industry reports specifically comment on the low cost of the Funds, which have been a defining characteristic of the Funds for many years. The Board also evaluated the operating structures of the Funds and Dodge & Cox, noting that the Funds do not charge front-end sales commissions or distribution fees, and Dodge & Cox bears, among other things, the significant cost of third party research, reimbursement for shareholder recordkeeping and administrative costs to third-party retirement plan administrators, and administrative and office overhead. The Board noted that expenses are well below industry averages.

When compared to peer group funds, the Funds are in the quartile with the lowest expense ratios. The Board also considered that the Funds receive numerous administrative, regulatory compliance, legal, operational, technology, tax compliance, risk management, and shareholder support services from Dodge & Cox without any additional administrative fee and that the Funds have relatively low transaction costs and portfolio turnover rates. The Board noted the Funds' unusual single-share-class structure and reviewed Morningstar data (including asset-weighted average expense ratios) showing that the few peer group funds with lower expense ratios often have other share classes with significantly higher expense ratios than the Funds'. In this regard, the Board considered that many of the Funds' shareholders would not be eligible to purchase comparably priced shares of many peer group funds, which typically make their lower-priced share classes available only to institutional investors. The Board determined that the Funds provide access for small investors to high quality investment management at a relatively low cost. The Board also considered that the Funds are priced to scale, i.e., management fee rates begin at relatively low levels with the result that, even without breakpoints, the Funds' management fee rates are lower than those of many peer funds whose fee schedules include breakpoints. With respect to non-U.S. funds sponsored and managed by Dodge & Cox that are comparable to the Funds in many respects, the Board noted that the fee rates charged by Dodge & Cox are the same as or higher than the fee rates charged to the Funds.

The Board reviewed information regarding the fee rates Dodge & Cox charges to separate accounts that have investment programs similar to those of the Funds, including instances where separate account fees are lower than Fund fees. The Board considered the significant differences in the nature and scope of services Dodge & Cox provides to the Funds as compared to other client accounts, as well as material differences in regulatory, litigation, and other risks as between Dodge & Cox Funds and other types of clients. The Board noted that different markets exist for mutual fund and institutional separate account management services and that a comparison of Fund fee rates and separate account fee rates must consider the fact that separate account clients bear additional costs and responsibilities that are included in the cost of a Fund. The Board further noted that many sophisticated institutional investors in the Funds that are eligible to open separate accounts at Dodge & Cox have decided for various reasons to invest in the Funds. After consideration of these matters, the Board concluded that the overall costs incurred by the Funds for the services they receive (including the management fee paid to Dodge & Cox) are reasonable and that the fees are acceptable based upon the qualifications, experience, reputation, and performance of Dodge & Cox and the low overall expense ratios of the Funds.

Profitability and Costs of Services to Dodge & Cox; "Fall-out" Benefits. The Board reviewed reports of Dodge & Cox's financial position, profitability, and estimated overall value and considered Dodge & Cox's overall profitability within its context as a private, employee-owned S-Corporation and relative to the favorable services provided. The Board noted in particular that Dodge & Cox's profits are not generated by high fee rates, but reflect an extraordinarily streamlined, efficient, and focused business approach toward investment management.

The Board recognized the importance of Dodge & Cox's profitability—which is derived solely from management fees and does not include other business ventures—to maintain its independence, stability, company culture and ethics, and management continuity. The Board also considered that the compensation/profit structure at Dodge & Cox includes a return on shareholder employees' investment in the firm, which is vital for remaining independent and facilitating retention of management and investment professionals. The Board also considered that in January 2015, Dodge & Cox closed the International Stock Fund to new investors to proactively manage the growth of the Fund. The Stock Fund and Balanced Fund were similarly closed to new investors during periods of significant growth in the past. While these actions are intended to benefit existing Fund shareholders, the effect is to reduce potential revenues to Dodge & Cox from new shareholders.

The Board also considered potential "fall-out" benefits (including the receipt of research from unaffiliated brokers and reputational benefits to non-U.S. funds sponsored and managed by Dodge & Cox) that Dodge & Cox might receive as a result of its association with the Funds and determined that they are acceptable. The Board also noted that Dodge & Cox continues to invest substantial sums in its business in order to provide enhanced services, systems, and research capabilities, all of which benefit the Funds. The Board concluded that Dodge & Cox's profitability is the keystone of its independence, stability, and long-term investment performance and that the profitability of Dodge & Cox's relationship with the Funds (including fall-out benefits) is fair and reasonable.

ECONOMIES OF SCALE

The Board considered whether there have been economies of scale with respect to the management of each Fund, whether the Funds have appropriately benefited from any economies of scale, and whether the management fee rate is reasonable in relation to the level of Fund assets and any economies of scale that may exist. In the Board's view, any consideration of economies of scale must take account of the Funds' low fee and expense structure and of the fact that each Fund's shareholders have benefited from the Fund's relatively low fee structure from the time of each Fund's inception (i.e., from the first dollar). An assessment of economies of scale must also take into account that Dodge & Cox invests significant time and resources in each new Fund for months (and sometimes years) prior to launch; in addition, in a Fund's early periods of operations, expenses are capped, which means that Dodge & Cox subsidizes the operations of a new Fund for a period of time until it reaches scale. The Board also observed that, while total Fund assets have grown significantly over the long term, this growth has not been continuous or evenly distributed across all of the Funds (for example, the total assets of the Balanced Fund have actually declined over the past ten years).

In addition, the Board noted that Dodge & Cox has shared the benefits of economies of scale with the Funds by adding and enhancing services to the Funds over time, and that Dodge & Cox's internal costs of providing investment management, technology, administrative, legal, and compliance services to the Funds continue to increase. For example, Dodge & Cox has increased its global research staff and investment resources over the years to add important new capabilities for the benefit of Fund shareholders and to address the increased complexity of investing in multinational and non-U.S. companies. In addition, Dodge & Cox has made substantial expenditures in other staff, technology, and infrastructure to enable it to integrate credit and equity analyses and to implement its strategy in a more effective and secure manner. Over the last ten years, Dodge & Cox has increased its spending on research, investment management, client servicing, cybersecurity, technology, third party research, data services, and computer systems for trading, operations, compliance, accounting, and communications at a rate that has significantly outpaced the Funds' growth rate during the same period. The Board considered that Dodge & Cox has a history of voluntarily limiting asset growth in several Funds that experienced significant inflows by closing them to new investors in order to protect the Funds' ability to achieve good investment returns for shareholders. The Board also observed that, even without fee breakpoints, the Funds are competitively priced in a very competitive market and that having a low fee from inception is better for shareholders than starting with a higher fee and adding breakpoints. The Board also noted that there are certain diseconomies of scale associated with managing large funds, insofar as certain of the costs and risks associated with portfolio management increase as assets grow. The Board concluded that the current Dodge & Cox fee structure is fair and reasonable and adequately shares economies of scale that may exist.

CONCLUSION

Based on their evaluation of all material factors and assisted by the advice of independent legal counsel to the Independent Trustees, the Board, including the Independent Trustees, concluded that the advisory fee structure was fair and reasonable, that each Fund was paying a competitive fee for the services provided, that Dodge & Cox's services have provided value for Fund shareholders over the long term, and that approval of the Agreements was in the best interests of each Fund and its shareholders.

FUND HOLDINGS

The Fund provides a complete list of its holdings four times each fiscal year, as of the end of each quarter. The Fund files the lists with the SEC on Form N-CSR (second and fourth quarters) and Form N-Q (first and third quarters). Shareholders may view the Fund's Forms N-CSR and N-Q on the SEC's website at sec.gov. Forms N-CSR and N-Q may also be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information regarding the operations of the Public Reference Room may be obtained by calling 800-SEC-0330. A list of the Fund's quarter-end holdings is also available at dodgeandcox.com on or about 15 days following each quarter end and remains available on the website until the list is updated in the subsequent quarter.

PROXY VOTING

For a free copy of the Fund's proxy voting policies and procedures, please call 800-621-3979, visit the Fund's website at dodgeandcox.com, or visit the SEC's website at sec.gov. Information regarding how the Fund voted proxies relating to portfolio securities during the most recent 12-month period ending June 30 is also available at dodgeandcox.com or at sec.gov.

HOUSEHOLD MAILINGS

The Fund routinely mails shareholder reports and summary prospectuses to shareholders and, on occasion, proxy statements. In order to reduce the volume of mail, when possible, only one copy of these documents will be sent to shareholders who are part of the same family and share the same residential address.

If you have a direct account with the Funds and you do not want the mailing of shareholder reports and summary prospectuses combined with other members in your household, contact the Funds at 800-621-3979. Your request will be implemented within 30 days.

DODGE & COX FUNDS—EXECUTIVE OFFICER & TRUSTEE INFORMATION

Name (Age) and Address*	Position with Trust (Year of Election or Appointment)	Principal Occupation During Past 5 Years	Other Directorships Held by Trustees
INTERESTED TRUSTEES AND EXECUTIVE OFFICERS			
Charles F. Pohl (59)	Chairman and Trustee (Since 2014)	Chairman (since 2013) and Director of Dodge & Cox; Chief Investment Officer, member of U.S. Equity Investment Committee (USEIC), Global Equity Investment Committee (GEIC), International Equity Investment Committee (IEIC), and U.S. Fixed Income Investment Committee (USFIIC), Portfolio Manager, and Investment Analyst; Co-President (2011-2013)	—
Dana M. Emery (56)	President and Trustee (Trustee since 1993) (President since 2014)	Chief Executive Officer (since 2013), President, and Director of Dodge & Cox; Director of Fixed Income and member of USFIIC and Global Fixed Income Investment Committee (GFIIC); Co-President (2011-2013)	—
Diana S. Strandberg (58)	Senior Vice President (Since 2006)	Senior Vice President and Director of Dodge & Cox; Director of International Equity and member of USEIC, GEIC, IEIC and GFIIC; Portfolio Manager and Investment Analyst	—
Roberta R.W. Kameda (57)	Secretary (Since 2017)	Vice President, General Counsel, and Secretary (since 2017) of Dodge & Cox	—
David H. Longhurst (60)	Treasurer (Since 2006)	Vice President and Assistant Treasurer of Dodge & Cox	—
Katherine M. Primas (43)	Chief Compliance Officer (Since 2010)	Vice President and Chief Compliance Officer of Dodge & Cox	—
INDEPENDENT TRUSTEES			
Caroline M. Hoxby (51)	Trustee (Since 2017)	Professor of Economics, Stanford University; Director of the Economics of Education Program, National Bureau of Economic Research; Senior Fellow, Hoover Institution and Stanford Institute for Economic Policy Research	—
Thomas A. Larsen (68)	Trustee (Since 2002)	Senior Counsel of Arnold & Porter (law firm) (since 2013); Partner of Arnold & Porter (until 2012); Director of Howard, Rice, Nemerovski, Canady, Falk & Rabkin (1977-2011)	—
Ann Mather (57)	Trustee (Since 2011)	CFO, Pixar Animation Studios (1999-2004)	Director, Alphabet Inc. (internet information services) (since 2005); Director, Glu Mobile, Inc. (multimedia software) (since 2004); Director, Netflix, Inc. (internet television) (since 2010); Director, Arista Networks (cloud networking) (since 2013); Director, Shutterfly, Inc. (internet photography services/publishing) (since 2013)
Robert B. Morris III (65)	Trustee (Since 2011)	Advisory Director, The Presidio Group (2005-2016); Partner and Managing Director—Global Investment Research at Goldman Sachs (until 2001)	—
Gary Roughead (66)	Trustee (Since 2013)	Robert and Marion Oster Distinguished Military Fellow, Hoover Institution (since 2012); Admiral, United States Navy (Ret.); U.S. Navy Chief of Naval Operations (2008-2011)	Director, Northrop Grumman Corp. (global security) (since 2012); Director, Maersk Line, Limited (shipping and transportation) (since 2016)
Mark E. Smith (66)	Trustee (Since 2014)	Executive Vice President, Managing Director—Fixed Income at Loomis Sayles & Company, L.P. (2003-2011)	—
John B. Taylor (71)	Trustee (Since 2005) (and 1995-2001)	Professor of Economics, Stanford University (since 1984); Senior Fellow, Hoover Institution (since 1996); Under Secretary for International Affairs, United States Treasury (2001-2005)	—

* The address for each Officer and Trustee is 555 California Street, 40th Floor, San Francisco, California 94104. Each Officer and Trustee oversees all six series in the Dodge & Cox Funds complex and serves for an indefinite term.

Additional information about the Trust's Trustees and Officers is available in the Trust's Statement of Additional Information (SAI). You can get a free copy of the SAI by visiting the Funds' website at dodgeandcox.com or calling 800-621-3979.

Balanced Fund

dodgeandcox.com

For Fund literature, transactions, and account information, please visit the Funds' website.

or write or call:

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