Checklist supplement and illustrative financial statements for investment companies: a financial accounting and reporting practice aid, December 1999 edition

American Institute of Certified Public Accountants. Accounting and Auditing Publications

Robert Durak

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CHECKLIST SUPPLEMENT AND ILLUSTRATIVE FINANCIAL STATEMENTS FOR INVESTMENT COMPANIES

A Financial Accounting and Reporting Practice Aid

To be used in conjunction with Checklists and Illustrative Financial Statements for Corporations.

Edited by
Robert Durak, CPA
Technical Manager, Accounting and Auditing Publications
Checklist Supplement and Illustrative Financial Statements for Investment Companies has not been approved, disapproved, or otherwise acted upon by any senior technical committees of the American Institute of Certified Public Accountants or the Financial Accounting Standards Board and has no official or authoritative status.
FSP Section 12,000

Checklist Supplement and Illustrative Financial Statements for Investment Companies

.01 The checklist and illustrative financial statements included in this section have been developed by the staff of the Accounting and Auditing Publications Team of the AICPA as nonauthoritative technical practice aids. Readers should be aware of the following:

- These checklists include disclosures commonly encountered in investment company financial statements; they do not include all disclosures required by GAAP. Further, the illustrative financial statements are intended to provide sample financial statement formats and disclosures for a hypothetical investment company; they are not intended to illustrate all disclosures required by GAAP, nor do they illustrate all of the disclosures covered in the checklist.

- The checklist and illustrative financial statements are “tools” and in no way represent official positions or pronouncements of the AICPA.

- The checklist and illustrative financial statements are to be used in conjunction with the “Checklists and Illustrative Financial Statements for Corporations” (FSP sections 6000-6500) and have been updated to include relevant accounting pronouncements through FASB Statement of Financial Accounting Standards No. 137, FASB Interpretation No. 43, FASB Technical Bulletin No. 97-1, AICPA Statement of Position No. 99-3, AICPA Practice Bulletin No. 15, AICPA Audit and Accounting Guide Audits of Investment Companies (with conforming changes as of May 1, 1998), and EITF consensuses adopted up to and including the September 1999, Emerging Issues Task Force meeting. The checklist and illustrative financial statements should be modified, as appropriate, for subsequent pronouncements. In determining the applicability of a pronouncement, its effective date should also be considered.

- The checklist and illustrative financial statements should be used by, or under the supervision of, persons having adequate technical training and proficiency in the application of generally accepted accounting principles, generally accepted auditing standards, and statements on standards for accounting and review services.

.02 Users of the checklist and illustrative financial statements are urged to refer directly to applicable authoritative pronouncements when appropriate. If you have further questions, call the AICPA Technical Hotline at 1-888-777-7077 (AICPA members only).

______________________________

Note: This publication was extracted from sections 12,000 through 12,400 of the AICPA Financial Statement Preparation Manual (FSP).
FSP Section 12,100

Introduction

.01 Investment companies generally are companies that pool shareholders’ funds and invest the proceeds for the benefits of shareholders under the supervision of professional investment management. The investments are generally in securities that are intended to meet the investment objectives of the entity. The entity distributes the net income and realized net gains to its shareholders.

.02 The industry is subject to extensive governmental regulation by the Securities and Exchange Commission (“SEC”). The industry is also the subject of special tax treatment. The investment company industry usually is categorized by the type of security or the investment objective.

.03 There are many types of investment companies: management investment companies, unit investment trusts, collective trust funds, investment partnerships, certain separate accounts of life insurance companies, and offshore funds. Management investment companies are further divided into many sub-classifications, the most predominant of which is open-end funds, also called mutual funds. There are also closed-end funds and Small Business Investment Companies (SBICs).

.04 The checklist has been designed primarily for auditors of mutual funds and closed-end investment companies that register with the SEC under the Investment Company Act of 1940. However, the checklist would generally apply to all types of investment companies.

.05 Investment companies covered by the checklist are required to report their investment assets at fair value and have the following attributes (not applicable to real estate investment trusts):

a. Investment activity. The primary activity is the investment in securities of nonaffiliates or entities not under common management for current income, appreciation, or both.

b. Unit ownership. Ownership in the investment company is evidenced by units of investments, such as shares of stock or partnership interests to which proportionate shares of net assets can be attributed.

c. Pooling-of-funds. The funds of the owners are pooled to avail owners of professional investment management.

d. Reporting entity. The investment company is the primary reporting entity.

.06 The major accounting and auditing literature and applicable regulations for investment companies are as follows:

a. AICPA Audit and Accounting Guide Audits of Investment Companies.

b. SOP 89-2, Reports on Audited Financial Statements of Investment Companies.

c. SOP 93-1, Financial Accounting and Reporting for High-Yield Debt Securities by Investment Companies.

d. SOP 93-2, Determination, Disclosure, and Financial Statement Presentation of Income, Capital Gain, and Return of Capital Distributions by Investment Companies.

e. SOP 93-4, Foreign Currency Accounting and Financial Statement Presentation for Investment Companies.

f. SOP 95-2, Financial Reporting by Nonpublic Investment Partnerships.

g. SOP 95-3, Accounting for Certain Distribution Costs of Investment Companies.

h. Article 6 of Regulation S-X of the Securities and Exchange Commission.
i. The Securities Act of 1933.

j. Investment Company Act of 1940.
FSP Section 12,200

Checklists—General

.01 AICPA disclosure checklists have been designed as practice aids to assist accountants in the preparation of financial statements and to assist auditors in their evaluation of the adequacy of disclosures in the financial statements they audit. Authoritative literature does not require the use of checklists, nor does it prescribe their format or content.

.02 This checklist consists of a number of questions or statements that are accompanied by references to the established sources of GAAP in which the disclosure requirements are found. These sources include Statements of Financial Accounting Standards, FASB Interpretations, Accounting Principles Board Opinions, Accounting Research Bulletins, AICPA Audit and Accounting Guides, AICPA Statements of Position, and EITF consensuses. Checklists are designed to serve as convenient memory aids but should not be used as a substitute for direct reference to authoritative literature.

.03 To use this checklist, simply check "yes," "no," or "not applicable" for each question. If additional information needs to be documented, include separate cross-referenced memoranda.

.04 As you use this checklist, please remember that:

• The exercise of sound professional judgment is of paramount importance in applying the checklist provisions.

• The checklist may require modification based on the engagement circumstances.

• The checklist may not be all-inclusive.

• Users need to modify the checklist for any pronouncements issued subsequent to those mentioned in the checklist.
FSP Section 12,300
Financial Statements and Notes Checklist

.01 This checklist has been developed by the staff of the Accounting and Auditing Publications Team of the AICPA as a nonauthoritative practice aid and is to be used in conjunction with the “Checklists and Illustrative Financial Statements for Corporations” (FSP sections 6000–6500).

.02 The form and content of the investment companies’ financial statements required in SEC filings are governed by Regulation S-X, Article 6 that deals specifically with investment companies (SBIC’s are covered in Article 5).

.03 Explanation of references:

AAG-INV = AICPA Audit and Accounting Guide Audits of Investment Companies (with conforming changes as of May 1, 1998)
SFAS = FASB Statement of Financial Accounting Standards
Reg. S-X = SEC Regulation S-X
SOP = AICPA Statement of Position

.04 Checklist Questionnaire:

This checklist is organized into the sections listed below. Carefully review the topics listed and consider whether they represent potential disclosure items for the investment company. Place a check mark by the topics or sections considered not applicable; these sections need not be completed.

Note: For general disclosures relating to areas such as Financial Instruments, Risks and Uncertainties, etc., refer to “Financial Statements and Notes Checklist for Corporations.”

Place ✓ by Sections Not Applicable

• General
  A. Financial Statements Presented
  B. Reporting Financial Position

• Statement of Assets and Liabilities
  A. Assets
  B. Liabilities

• Statement of Operations
  A. Income
  B. Expenses
  C. Realized Gains or Losses on Investments
  D. Changes in Unrealized Appreciation or Depreciation of Investments
  E. Net Gain or Loss on Investments
  F. Net Increase or Decrease in Net Assets Resulting From Operations
General

A. Financial Statements Presented

1. Are the following financial statements presented:
   
   a. Statement of assets and liabilities or a statement of net assets as of the close of the latest period?
      (1) Does it include a detailed list of investments in securities?
      (2) Covered call options written?
      (3) Securities sold short?
      (4) Other investments?
   
   b. Statement of operations for the latest period?
   
   c. Statements of changes in net assets for the latest two years?
   
   d. Statement of cash flows for the latest period if the conditions of SFAS 102 are not met?
   
   e. Financial highlights including selected per-share data, total investment return, supplemental data, and ratios for the latest five years or from the date of inception?
      [AAG-INV, par. 5.01; SEC Form N-1A, Item 9; SFAS 102, pars. 6 and 7]

B. Reporting Financial Position

1. If a statement of net assets is permitted, is at least 95 percent of total assets invested in securities of nonaffiliated issuers? 
   [AAG-INV, par. 5.05]

2. If a statement of assets and liabilities is used, does it list assets and liabilities in sufficient detail and an amount for net assets?
   [AAG-INV, par. 5.06]

3. Does the statement of net assets present a detailed list of portfolio securities and a net amount for all other assets and liabilities?
   [AAG-INV, par. 5.07]

4. If a statement of net assets is used, are details of other assets and liabilities presented in the statement or in the notes to the financial statements, if the amounts are material to total assets or liabilities?
   [AAG-INV, par. 5.07]

Yes  No  N/A
### Statement of Assets and Liabilities

### A. Assets

1. Investments

   a. Are investments in securities the first item in the asset section?  
      [AAG-INV, par. 5.09]  

   b. Are securities reported at value with acquisition cost shown parenthetically by major classification of securities?  
      [AAG-INV, par. 5.10]  

   c. Are investments in foreign securities reported at value by converting their foreign currency value into U.S. dollars using current exchange rates?  
      [AAG-INV, par. 5.10]  

   d. Are individual securities held by the fund listed:  
      (1) In the statement if a statement of net assets is used?  
      (2) In an accompanying list by major classifications of the investments in the portfolio if a statement of assets and liabilities is used?  
      [AAG-INV, par. 5.10]  

   e. Are significant investments in foreign securities disclosed and presented separately in a representative grouping?  
      [AAG-INV, par. 5.10]  

   f. Are securities arranged in the most meaningful manner within each classification by industry or group with disclosure of the percentage of assets in each group?  
      [AAG-INV, par. 5.10]  

   g. Does the portfolio listing indicate the number of shares or principal amount and value of each security issue?  
      [AAG-INV, par. 5.11]  

   h. If short-term investments are summarized by issuers (money market mutual funds should present in detail) is disclosure made of their ranges of interest rates and maturity dates?  
      [AAG-INV, par. 5.11]  

   i. Is specific disclosure made of investments in restricted securities, affiliated companies and securities subject to call options?  
      [AAG-INV, par. 5.11]  

   j. Have the following been considered for disclosure with respect to investments in foreign securities:  
      (1) Liquidity?  
      (2) Size?  
      (3) Valuation?  
      [AAG-INV, App. K (SOP 93-4, par. 37)]  

   k. Is the amount of investments in securities of unaffiliated issuers shown on the statement?  
      [Reg. S-X, 6-04.1]  

   l. Are investments in the following stated separately:  
      (1) Controlled companies?  
      (2) Other affiliates?  
      [Reg. S-X, 6-04.2]
m. Are investments, other than securities, stated separately by major category?  
[Reg. S-X, 6-04.3]  

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n. Is an amount for total investments shown on the statement?  
[Reg. S-X, 6-04.4]  

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2. Cash  

a. Are cash on hand and demand deposits included under the general caption "Cash"?  

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b. Are foreign currencies, if material, disclosed separately?  

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c. Are time deposits and other funds subject to withdrawal or usage restrictions presented separately with disclosure of applicable interest rates and maturity dates?  
[AAG-INV, par. 5.12]  

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<th>Yes</th>
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3. Receivables  

a. Are the following receivables listed separately:  

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(1) Dividends and interest?  

(2) Investment securities sold?  

(3) Capital stock sold?  

(4) Other accounts receivable, such as receivables from related parties or expense reimbursements from affiliates?  
[AAG-INV, par. 5.13]  

(5) Directors and officers?  
[Reg. S-X, 6-04.6]  

(6) Notes receivable, if the aggregate amount exceeds 10 percent of the aggregate amount of the receivables?  
[Reg. S-X, 6-04.6]  

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<th>Yes</th>
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4. Deposits for securities sold short and open option contracts:  

a. Are amounts held by others in connection with short sales and open option contracts presented separately?  
[AAG-INV, par. 2.107; Reg. S-X, 6-04.7]  

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5. Other Assets  

a. Do other assets include items, such as deferred organization expense,* prepaid taxes, prepaid and deferred expenses, pension and other special funds, and furniture and fixtures, with only significant items separately disclosed?  
[AAG-INV, par. 5.14; Reg. S-X, 6-04.8]  

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6. Is the unamortized balance of deferred start-up costs or organization costs and remaining amortization period disclosed?  
[SOP 98-5, par. 23]  

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<th>Yes</th>
<th>No</th>
<th>N/A</th>
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7. Total Assets  

a. Is the amount of total assets shown on the statement?  
[Reg. S-X, 6-04.9]  

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* In accordance with SOP 98-5, Reporting on the Costs of Start-Up Activities, organization costs should be expensed as they are incurred.
B. Liabilities

1. Accounts Payable
   a. Are accounts payable listed separately for investment securities purchased, for capital stock reacquired, for securities sold short, for dividends or other distributions on capital shares, and for other items? [AAG-INV, par. 5.16; Reg. S-X, 6-04.10]
   b. Are call or put options written, future contracts sold, and securities sold short disclosed?
      (1) Are call options written and securities sold short at the end of the period presented separately?
      (2) Does the information for covered call options include the number of shares subject to call for each option written, the value of each option, the strike price, and exercise date?
      (3) Does the information presented for securities sold short, other options written, and futures contracts sold include data about quantities, values, and proceeds? [AAG-INV, par. 5.17]

2. Accrued Liabilities
   a. Are accrued liabilities reported, including taxes, investment advisory, management fees, interest, compensation expenses, and other expenses incurred in the normal course of operations? [AAG-INV, par. 5.18]
   b. Are (1) amounts payable for investment advisory, management and service fees, (2) the total amount payable to (a) officers and directors, (b) controlled companies, and (c) other affiliates, excluding any amounts owing to noncontrolled affiliates which arose in the ordinary course of business and which are subject to usual trade terms stated separately? [Reg. S-X, 6-04.12]
   c. For funds with a 12b-1 plan, do the financial statements disclose:
      (1) The principal terms of the plan? (traditional and enhanced plans)
      (2) Any provisions permitting or requiring payments of excess costs after termination of the plan? (traditional and enhanced plans)
      (3) The aggregate amount of distribution costs subject to recovery through future payments by the fund and by current shareholders? (board-contingent and enhanced plans)
      (4) The methodology used to estimate future contingent-deferred sales load payments by current shareholders? (enhanced plans) [SOP 95-3, pars. 7-10]
   d. Are notes payable to banks and to others and other funded debt reported separately with separate disclosure of related-party amounts? [AAG-INV, par. 5.19]
   e. Are amounts payable to (1) banks or other financial institutions for borrowings, (2) controlled companies, (3) other affiliates, and (4) others stated separately, showing for each category amounts payable within one year and amounts payable after one year? [Reg. S-X, 6-04.13a]
f. Is disclosure made regarding unused lines of credit for short-term financing and unused commitments for long-term financing arrangements?
   [AAG-INV, par. 5.57; Reg. S-X, 6-04.13b]  
   Yes  No  N/A

Do other liabilities include amounts payable to affiliates for collateral on return of securities loaned, for deferred income, and for dividends?
   [AAG-INV, par. 5.20]  
   Yes  No  N/A

h. Is the value of securities loaned and the nature of any collateral received as security for the loan stated?
   [Reg. S-X, 6-04.11]  
   Yes  No  N/A

3. Total Liabilities
   a. Is the amount of total liabilities shown on the statement?
      [Reg. S-X, 6-04.14]  
      Yes  No  N/A

   b. Are commitments and contingent liabilities disclosed?
      [Reg. S-X, 6-04.15]  
      Yes  No  N/A

4. Net Assets
   a. Is the amount of net assets shown in the statement?
      [Reg. S-X, 6-04.19]  
      Yes  No  N/A

   b. If not required to be disclosed separately in the statement of assets and liabilities, do the statement or notes disclose the following:
      (1) The title of each class of capital shares or other capital units, the number authorized, and the number outstanding and dollar amounts?  
      Yes  No  N/A

      (2) Paid-in capital, which includes the net proceeds received on sale of capital shares less the cost of reacquired shares, adjusted for amounts apportioned to the equalization account, if that accounting procedure is followed?  
      Yes  No  N/A

      (3) Undistributed investment income, which includes cumulative net investment income or loss, equalization apportionments, if necessary, less dividends from net investment income (amounts at the end of the periods presented are normally disclosed in the statement of changes in net assets)?  
      Yes  No  N/A

      (4) Accumulated net realized gains and losses from security transactions, net of actual or deemed dividends to shareholders?  
      Yes  No  N/A

      (5) Unrealized appreciation or depreciation of investments?  
      [AAG-INV, par. 5.21; Reg. S-X, 6-04.16a and 17]  
      Yes  No  N/A

   c. Is net asset value per-share disclosed?
      [AAG-INV, par. 5.23; Reg. S-X, 6-04.19]  
      Yes  No  N/A

   d. Are any other elements of capital or residual interests appropriate to the capital structure of the reporting entity disclosed?
      [Reg. S-X, 6-04.18]  
      Yes  No  N/A

   e. For unit investment trusts, including those which are issuers of periodic payment plan certificates, are the following items stated in a note to the financial statements: (1) the total cost to the investors of each class of units or shares, (2) the adjustment for market depreciation or appreciation, (3) other deductions from the total cost to the investors for fees, loads, and other charges, including an explanation of such deductions, and (4) the net amount applicable to the investors?  
      [Reg. S-X, 6-04.16b]  
      Yes  No  N/A
Statement of Operations

A. Income

1. Are income from dividends, interest on securities, and other income that exceeds 5 percent of the total income stated separately? [Reg. S-X, 6-07.1]  
2. Are dividends from affiliates and controlled companies reported and disclosed separately? [AAG-INV, par. 5.25; Reg. S-X, 6-07.1]  
3. If noncash dividends are included in income, are the amounts and basis of recognition and measurement disclosed? [Reg. S-X, 6-07.1]  
4. Is interest from affiliates and controlled companies reported and disclosed separately? [AAG-INV, par. 5.26]  
5. Is the method of amortizing bond discounts and premiums disclosed? [AAG-INV, par. 2.126]  
6. Is income from securities loaned and from miscellaneous sources included as other income? [AAG-INV, par. 5.27]  
7. For nonpublic investment partnerships, is the statement of operations presented in conformity with paragraphs 5.24-5.37 of the Guide? [AAG-INV, App. L (SOP 95-2, par. 12)]

B. Expenses

1. Are the following expenses reported separately:  
   a. Investment advisory (management) fees (or compensation)?  
   b. Shareholder service costs, including fees and expenses for the transfer agent and dividend disbursing agent?  
   c. Distribution expenses?  
   d. Custodian fees?  
   e. Reports to shareholders?  
   f. Federal income taxes?  
   g. Other taxes?  
   h. Interest?  
   i. Dividends on securities sold short?  
   j. Professional fees?  
   k. Directors’ fees?  
   l. Registration fees and expenses?  
   m. Research, selection, and supervision of investments? [AAG-INV, par. 5.28; Reg. S-X, 6-07.2(a)]  
2. Are amounts of expenses incurred from transactions with affiliated persons disclosed together with the identity of the related amount applicable to each such person accounting for five percent or more of the total expenses shown under this caption together with a description of the nature of the affiliation? [Reg. S-X, 6-07.2(a)]
3. Are expenses incurred within the person's own organization in connection with research, selection and supervision of investments stated separately?  
[Reg. S-X, 6-07.2(a)]

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4. Are reductions or reimbursements of management or service fees shown as a reduction of total expenses?  
[Reg. S-X, 6-07.2 (a)]

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5. Based on SEC requirements, are expenses that represent 5 percent or more of total expenses disclosed?  
[AAG-INV, par. 5.28; Reg. S-X, 6-07.2(b)]

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6. If expenses are paid other than in cash, are the details disclosed?  
[Reg. S-X, 6-07.2 (d)]

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7. Is the amount of brokerage commissions paid to affiliated brokerdealers in connection with purchases and sales of investment securities disclosed?  
[Reg. S-X, 6-07.2 (e)]

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8. Is the aggregate remuneration paid to the following people disclosed:

   a. To all officers?  
   [Form N1-A, Item 22(b)(3)]

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   b. To directors and members of any advisory board for regular compensation?

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   c. To each director and members of any advisory board for special compensation?

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   d. To each person of whom an officer or director is an affiliated person?

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9. Is information concerning management and service fees, the rate of the fee, and the base and method of computation disclosed?  
[Reg. S-X, 6-07.2(c)]

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10. Is a description and amount of any fee reductions or reimbursements representing expense limitation agreements or commitments disclosed?  
[Reg. S-X, 6-07.2(c)]

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</table>

11. Is a description and amount of any fee reductions or reimbursements representing offsets received from broker-dealers showing separately for each amount received or due from (a) unaffiliated persons, and (b) affiliated persons disclosed?  
[Reg. S-X, 6-07.2(c)]

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

12. If no management or service fees are incurred, have the reasons therefore been disclosed?  
[Reg. S-X, 6-07.2(c)]

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

13. Are payments pursuant to a 12b-1 distribution plan disclosed?  
[AAG-INV, par. 5.29]

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

14. Is the amount of sales charges deducted from the proceeds of sale of capital shares that were retained by any affiliated underwriter or other affiliated broker-dealer disclosed?  
[Reg. S-X, 6-07.2(e)]

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
15. Is the company’s status as “regulated investment company” (as defined in the Internal Revenue Code) disclosed, including a description of the principal assumptions on which the company relied in making or not making provisions for income taxes? [Reg. S-X, 6-03(h)]

16. Is the excess of investment income over total expenses shown as investment income—net? [AAG-INV, par. 5.32]

17. For nonpublic investment partnerships, are fees paid to the general partner for advisory services disclosed either as management fees paid in the statement of operations or as allocations of net income from the limited partners capital accounts in the statement of changes in partners’ capital? [AAG-INV, App. L (SOP 95-2, par. 13)]

18. For nonpublic investment partnerships, is the method of computing payment or allocations to the general partner for advisory services disclosed in the notes to the financial statements? [AAG-INV, App. L (SOP 95-2, par. 13)]

19. Have appropriate expenses been increased for amounts under brokerage/service arrangements and expense offset arrangements and total expenses reduced by the total amount of such arrangements? [AAG-INV, pars. 5.30–5.31, Reg. S-X, 6-07.2(g)]

20. Have required disclosures been made in the notes to the financial statements related to brokerage/service arrangements and expense offset arrangements? [AAG-INV, pars. 5.30–5.31, Reg. S-X, 6-07.2(g)]

C. Realized Gains or Losses on Investments

1. Are significant net realized gains or losses from security transactions, short sale transactions, written option transactions, and investments other than securities stated separately? [Reg. S-X, 6-07.7] 

2. Are net realized gains or losses reported net of brokerage commissions? [AAG-INV, par. 5.33]

3. Are income tax provisions charged against realized gains disclosed separately? [AAG-INV, par. 5.33]

4. Are distributions of realized gains by other investment companies disclosed separately? [Reg. S-X, 6-07.7(b)]

5. Are gains arising from in-kind redemptions disclosed? [AAG-INV, par. 5.33]

6. Is disclosure made of the proceeds from sales of securities and the cost of securities purchased separately for U.S. government obligations and other than U.S. government securities? [AAG-INV, par. 5.34]
7. For a money market fund, is consideration given to combining net realized gains or losses (usually insignificant) with interest income?  
[AAG-INV, par. 5.34]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

8. Is the primary reason for any significant difference between total GAAP-basis net income and realized capital gains and actual distributions disclosed in the notes to the financial statements?  
[AAG-INV, App. J (SOP 93-2, par. 13c)]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

9. Is the entity’s practice of either including or excluding that portion of realized and unrealized gains and losses on investments that result from foreign currency changes with or from other foreign currency gains and losses disclosed?  
[AAG-INV, App. K (SOP 93-4, par. 35)]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

D. Changes in Unrealized Appreciation or Depreciation of Investments  
1. Are changes in unrealized appreciation or depreciation of investments reported in the statement of operations?  
[AAG-INV, par. 5.35]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2. Is a provision for deferred taxes on changes, if any, reported separately?  
[AAG-INV, par. 5.35]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

E. Net Gain or Loss on Investments  
1. Is the sum of net realized and change in unrealized gain or loss on investments presented in the statement of operations as a net gain or loss on investments?  
[AAG-INV, par. 5.36]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2. Are the significant effects of futures or options trading activities disclosed separately?  
[AAG-INV, par. 5.36]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

F. Net Increase or Decrease in Net Assets Resulting From Operations  
1. Is the sum of investment income-net and net gain or loss on investments shown as a net increase or decrease in net assets resulting from operations?  
[AAG-INV, par. 5.37]  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Statement of Changes in Net Assets  
1. Does the increase or decrease in net assets include the following categories:  
   a. Operations  
      (1) Net investment income or loss?  
      (2) Net realized gains and losses?  
      (3) Changes in unrealized gains or losses on investments?  
   b. If equalization accounting is followed, is the undistributed investment income included in the price of capital shares issued or reacquired shown separately?  
   c. Distributions to shareholders  
      (1) Distribution from undistributed investment income?  
      (2) Distribution from undistributed realized gains from investment transaction?  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

18
(3) Per share amounts of distributions?  
[AAG-INV, par. 5.39]  

2. Is disclosure of declared but undistributed per share amounts disclosed in the notes?  
[AAG-INV, par. 5.39]  

3. Are the following components of capital share transactions disclosed on the face of the statement or in the notes as follows:  
   a. The number and value of shares sold?  
   b. The number and value of shares issued in reinvestment of distributions?  
   c. The number and value of shares reacquired?  
   d. The net change?  
[AAG-INV, par. 5.39]  

4. Are net assets disclosed at the beginning and end of the year, including an indication (usually parenthetically) of undistributed investment income (this amount should agree with the comparable amount in the statement of assets and liabilities)?  
[AAG-INV, par. 5.39]  

Schedule of Investments—Nonpublic Investment Partnerships  
1. Do the financial statements include at a minimum a condensed schedule of investments in securities and does the schedule:  
   a. Categorize investments by:  
      (1) Type?  
      (2) Country or geographical region?  
      (3) Industry?  
   b. Report the percent of net assets by category?  
   c. Report the total value and cost for:  
      (1) Type?  
      (2) Country or geographical region?  
      (3) Disclose the name, shares or principal amount, value, and type of each investment or aggregate of all investments in any one issuer totaling more than 5 percent of net assets?  
[AAG-INV, App. L (SOP 95-2, par. 10)]  

Supplementary Information  
1. Does the information include selected per share data and ratios for a period of at least five years or from the date of inception?  
[AAG-INV, par. 5.40]  

2. Are per share amounts presented based on a share outstanding throughout the period?  
[AAG-INV, par. 5.40]
3. Is the following per share information presented:

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Per share investment income—net?</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b. Distributions from undistributed investment income, undistributed net realized gain through investment transactions, and from other sources?</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c. Realized and unrealized gains and losses per share which are balancing amounts necessary to reconcile the change in net asset value per share with other per share information presented?</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d. The increase or decrease in net asset value for each period?</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e. The net asset value at the beginning and end of each period?</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

4. Are the ratios of investment income-net and expenses to average net assets presented?

5. Is disclosure made that ratios of net investment income and expenses to average net assets for periods of less than one year are annualized?

6. Are ratios of net investment income and expenses to average net assets disclosed prior to expense reimbursement/waivers in accordance with AAG-INV?

7. Is disclosure made of the method of calculating the per share data where the results obtained by following the instructions to Form N-1A are unreasonable?

8. Is other information necessary for comparability between periods disclosed?

9. Is consideration given to presenting additional ratios, such as turnover rates, number of shares outstanding at the end of each period, period-end net assets, and the total return or yield information for money market investment companies?

10. Are the per share amounts of distributions from undistributed net investment income of municipal bond funds stated separately for amounts applicable to taxable and tax-exempt dividends?

Interim Financial Statements

1. Is semiannual financial information to shareholders complete and based upon GAAP in a manner that conforms to principles used in preparing annual financial statements?

2. Does the statement of changes in net assets present information on the latest interim period and the preceding fiscal year?

3. Is unaudited interim financial data marked accordingly?
4. Is data summarized in condensed form labeled as unaudited? [AAG-INV, par. 5.46]

5. If the independent accountant does not perform an audit or review, but is identified in the interim report, does he or she insist that the reference be deleted or that a disclaimer of opinion be included? [AAG-INV, par. 5.46]

6. Is the fact that management determines that a tax return of capital is likely to occur for the entity's fiscal year disclosed in the interim financial statements? [AAG-INV, App. J (SOP 93-2, par. 13e)]

Note: Form N-SAR is the SEC reporting form used for semiannual and annual reports by all registered investment companies that have filed a registration statement that has become effective pursuant to the Securities Act of 1933. [AAG-INV, par 1.23]

SEC Compliance Disclosures Per Regulation S-X

1. Is the aggregate cost of securities for federal income tax purposes disclosed? [Reg. S-X, Rule 12-12, Note 8]

2. Are the additional disclosures made as required by:
   a. Reg. S-X, Rule 12-12 (Note 2), pertaining to repurchase agreements?
   b. Reg. S-X, Rule 4-08(m), pertaining to carrying amounts of repurchase or reverse repurchase that exceed 10 percent of total assets?
   c. Disclosure of the average amount of borrowings outstanding during the period, the weighted-average interest rate, and the maximum amount of debt outstanding during the period, according to Rule 6-07.3, and Rule 6-04.13(b), referring to Rules 5.02.19(b) and 5.02.22(b) of Reg. S-X?
   d. Reg. S-X, Rule 6-03 pertaining to financial highlights?
   e. Reg. S-X, Rule 6-07, as amended in July 1995, including disclosures regarding expense offsets?
   f. The SEC's Codification of Financial Reporting Policies, section 404, and Reg. S-X, Rule 12-12 (Note 6), regarding restricted securities?
   g. Reg. S-X, Rule 12-12 (Note 8), pertaining to gross unrealized appreciation for all securities in which there is an excess of value over tax cost and gross unrealized depreciation for all securities in which there is an excess of tax cost over value, as well as net unrealized appreciation or depreciation?
   h. Reg. S-X, Rules 6-04.17-.19, pertaining to the elements of net assets as part of the statement of assets and liabilities, rather than in the notes to the financial statements?
   i. Reg. S-X, Rule 12-12 (Note 5), pertaining to non-income producing securities?
<table>
<thead>
<tr>
<th>No.</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>j.</td>
<td>Reg. S-X, Rule 12-14, pertaining to the increase or decrease in investments in and advances to affiliates?</td>
</tr>
<tr>
<td>k.</td>
<td>Reg. S-X, Rule 6-05, pertaining to a statement of net assets?</td>
</tr>
<tr>
<td>l.</td>
<td>Reg. S-X, Rule 6-06, pertaining to special provisions applicable to the balance sheets of issuers of face-amount certificates?</td>
</tr>
<tr>
<td>m.</td>
<td>Reg. S-X, Rule 6-08, pertaining to special provisions applicable to the statements of operations of issuers of face-amount certificates?</td>
</tr>
<tr>
<td>n.</td>
<td>Reg. S-X, Rule 6-09, pertaining to statements of changes in net assets?</td>
</tr>
</tbody>
</table>

**Note:** The SEC reporting Form N-1A is the registration statement used by open-end management investment companies under the 1940 and 1933 Acts. A comparable Form N-2 registration statement is used for closed-end management investment companies. The form and content of financial statements required in registration statements are governed by Regulation S-X, article 6. [AAG-INV, pars. 1.23 to 1.26]
FSP Section 12,400

Illustrative Financial Statements

.01 The following illustrative auditor's report and financial statements demonstrate one form of currently acceptable practice. The checklists and illustrative financial statements do not include all disclosures and presentation items required by GAAP. The financial statements are reproduced from the AICPA Audit and Accounting Guide Audits of Investment Companies. Other forms of financial statements are acceptable. More or less detail should appear either in the financial statements or in the notes, depending on the circumstances.

.02

Independent Auditor's Report

To the Shareholders and Board of Directors

XYZ Management Investment Company:

We have audited the accompanying statement of assets and liabilities of XYZ Management Investment Company (or Statement of Net Assets), including the schedules of investments in securities, covered call options written, and securities sold short as of December 31, 19X4, the related statement of operations for the year then ended, the statement of changes in net assets for each of the two years in the period then ended, and the selected per share data and ratios for each of the five years in the period then ended. These financial statements, schedules, and selected per share data and ratios are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements, schedules, and per share data and ratios based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and per share data and ratios are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of December 31, 19X4 by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements, schedules, and selected per share data and ratios referred to above present fairly, in all material respects, the financial position of XYZ Management Investment Company as of December 31, 19X4, 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 then ended, and the selected per share data and ratios for each of the five years in the period then ended, in conformity with generally accepted accounting principles.

[Signature]

[City, State]

[Date]
XYZ MANAGEMENT INVESTMENT COMPANY

Statement of Assets and Liabilities

December 31, 19X4

Assets
Investments in securities, at value—identified cost $19,294,000 $21,721,000
Cash 199,000
Deposits with brokers for securities sold short 1,555,000
Receivables
  Dividends and interest 46,000
  Investment securities sold 24,000
  Capital stock sold 54,000
Other assets 26,000
Total assets 23,625,000

Liabilities
Covered call options written, at value—premiums received $110,000 230,000
Securities sold short, at value—proceeds $1,555,000 1,673,000
Demand loan payable to bank (Note 5) 2,000,000
Payable upon return of securities loaned (Note 9) 620,000
Payables
  Investment securities purchased 52,000
  Capital stock reacquired 8,000
  Other 4,000
Accrued taxes 8,000
Distribution payable 168,000
Total liabilities 4,763,000

Net Assets
Net assets (equivalent to $4.47 per share based on 4,216,000 shares of capital stock outstanding) (Note 6) $18,862,000

The accompanying notes are an integral part of these financial statements.

* Note: A statement of assets and liabilities is an alternative presentation to a statement of net assets. The reader should be aware, however, that SEC rules do not always consider the two statement formats to be alternative presentations. See discussion in note following AAG-INV, par. 5.49.
XYZ MANAGEMENT INVESTMENT COMPANY
Investments in Securities
December 31, 19X4

Note: Securities may be arranged by industry groupings or other groupings (showing percentage of total portfolio or of net assets invested in each grouping) that the company believes are most meaningful to users. The basis of the computation of percentages shown, which in this illustration is based on the ratio of the specific category of securities to the total portfolio owned, should be disclosed.

<table>
<thead>
<tr>
<th>Principal Amount or Shares</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Common Stocks—54%</strong></td>
<td></td>
</tr>
<tr>
<td>Consumers' durable goods—5%</td>
<td></td>
</tr>
<tr>
<td>Allied Manufacturing Corporation</td>
<td>25,000</td>
</tr>
<tr>
<td>Baker Industries, Inc.</td>
<td>15,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td></td>
</tr>
<tr>
<td>Consumers' nondurable goods—2%</td>
<td></td>
</tr>
<tr>
<td>Amalgamated Buggy Whips, Inc. (Note 2)</td>
<td>10,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td></td>
</tr>
<tr>
<td>Service industries—4%</td>
<td></td>
</tr>
<tr>
<td>Service Company, Inc.</td>
<td>10,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td></td>
</tr>
<tr>
<td>Etc. (other industry groupings)—43%</td>
<td></td>
</tr>
<tr>
<td>Total common stocks (cost $10,294,000)</td>
<td></td>
</tr>
<tr>
<td><strong>Convertible bonds—25%</strong></td>
<td></td>
</tr>
<tr>
<td>American Retailing, Inc.—5.5% debentures due 19XX</td>
<td>$500,000</td>
</tr>
<tr>
<td>Etc. (other convertible bonds)</td>
<td></td>
</tr>
<tr>
<td>Total convertible bonds (cost $4,400,000)</td>
<td></td>
</tr>
<tr>
<td><strong>U.S. government obligations—16%</strong></td>
<td></td>
</tr>
<tr>
<td>U.S. Treasury 6% notes due 20XX</td>
<td>$500,000</td>
</tr>
<tr>
<td>Etc. (other long-term U.S. government obligations)</td>
<td></td>
</tr>
<tr>
<td>Total U.S. government obligations (cost $3,500,000)</td>
<td></td>
</tr>
<tr>
<td><strong>Short-term notes—3%</strong></td>
<td></td>
</tr>
<tr>
<td>Commercial Paper, Inc., due 2/5/X5</td>
<td>$500,000</td>
</tr>
<tr>
<td>U.S. Treasury bills, due 1/20/X5</td>
<td>$100,000</td>
</tr>
<tr>
<td>Total short-term notes (cost $600,000)</td>
<td></td>
</tr>
<tr>
<td><strong>Repurchase agreements collateralized by U.S. government obligations—2%</strong></td>
<td></td>
</tr>
<tr>
<td>Money Center Bank of Large City, 11%, due 1/3/X5 (cost $500,000)</td>
<td>$500,000</td>
</tr>
<tr>
<td>Total—100% (cost $19,294,000)</td>
<td></td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
XYZ MANAGEMENT INVESTMENT COMPANY
Covered Call Options Written
December 31, 19X4

<table>
<thead>
<tr>
<th>Common Stocks/Expiration Date/Exercise Price</th>
<th>Shares Subject to Call</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Allied Manufacturing Corporation/July/25</td>
<td>10,000</td>
<td>$50,000</td>
</tr>
<tr>
<td>Allied Manufacturing Corporation/October/30</td>
<td>5,000</td>
<td>2,500</td>
</tr>
<tr>
<td>Etc. (other options written)</td>
<td></td>
<td>177,500</td>
</tr>
<tr>
<td>Total (premiums received $110,000) (Note 3)</td>
<td></td>
<td>$230,000</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
XYZ MANAGEMENT INVESTMENT COMPANY

Securities Sold Short
December 31, 19X4

<table>
<thead>
<tr>
<th>Common Stocks</th>
<th>Shares</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>International Widgets, Inc.</td>
<td>40,000</td>
<td>$425,000</td>
</tr>
<tr>
<td>Paper Airplane Corporation</td>
<td>25,000</td>
<td>265,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td></td>
<td>983,000</td>
</tr>
<tr>
<td><strong>Total (proceeds $1,555,000)</strong></td>
<td></td>
<td><strong>$1,673,000</strong></td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
XYZ MANAGEMENT INVESTMENT COMPANY

Statement of Net Assets

December 31, 19X4

Note: Securities may be arranged by industry or other groupings (showing the percentage of total portfolio or of net assets invested in each grouping) that the company believes will be most meaningful to the user.

<table>
<thead>
<tr>
<th>Shares or Principal Amount</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Assets</td>
<td></td>
</tr>
<tr>
<td>Investments in securities—115% of net assets</td>
<td></td>
</tr>
<tr>
<td>Common stocks—62%</td>
<td></td>
</tr>
<tr>
<td>Consumers’ durable goods—6%</td>
<td></td>
</tr>
<tr>
<td>Allied Manufacturing Corporation</td>
<td>25,000</td>
</tr>
<tr>
<td>Baker Industries, Inc.</td>
<td>15,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td>316,000</td>
</tr>
<tr>
<td>Consumers’ nondurable goods—2%</td>
<td></td>
</tr>
<tr>
<td>Amalgamated Buggy Whips, Inc. (Note 2)</td>
<td>10,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td>155,000</td>
</tr>
<tr>
<td>Service industries—5%</td>
<td></td>
</tr>
<tr>
<td>Service Company, Inc.</td>
<td>10,000</td>
</tr>
<tr>
<td>Etc. (other common stocks)</td>
<td>404,000</td>
</tr>
<tr>
<td>Etc. (other industry groupings)—49%</td>
<td></td>
</tr>
<tr>
<td>Total common stocks (cost $10,294,000)</td>
<td>11,741,000</td>
</tr>
<tr>
<td>Convertible bonds—29%</td>
<td></td>
</tr>
<tr>
<td>American Retailing, Inc.—5.5%</td>
<td></td>
</tr>
<tr>
<td>debentures due 19XX</td>
<td>$500,000</td>
</tr>
<tr>
<td>Etc. (other convertible bonds)</td>
<td></td>
</tr>
<tr>
<td>Total convertible bonds (cost $4,400,000)</td>
<td>5,400,000</td>
</tr>
<tr>
<td>U.S. government obligations—18%</td>
<td></td>
</tr>
<tr>
<td>U.S. Treasury—6% notes due 20XX</td>
<td>$500,000</td>
</tr>
<tr>
<td>Etc. (other long-term obligations)</td>
<td></td>
</tr>
<tr>
<td>Total U.S. government obligations (cost $3,500,000)</td>
<td>3,475,000</td>
</tr>
<tr>
<td>Short-term notes—3%</td>
<td></td>
</tr>
<tr>
<td>Commercial Paper, Inc. due 2/5/X5</td>
<td>$500,000</td>
</tr>
<tr>
<td>U.S. Treasury bills due 1/20/X5</td>
<td>$100,000</td>
</tr>
<tr>
<td>Total short-term notes (cost $600,000)</td>
<td>605,000</td>
</tr>
<tr>
<td>Repurchase agreements collateralized by U.S. government obligations—3%</td>
<td></td>
</tr>
<tr>
<td>Money Center Bank of Large City, 11% due 1/3/X5 (cost $500,000)</td>
<td>$500,000</td>
</tr>
<tr>
<td>Total investments in securities (cost $19,294,000)</td>
<td>21,721,000</td>
</tr>
<tr>
<td>Other assets—10%</td>
<td></td>
</tr>
<tr>
<td>Total assets</td>
<td></td>
</tr>
<tr>
<td>(continued)</td>
<td></td>
</tr>
</tbody>
</table>

* A statement of assets and liabilities is an alternative presentation to a statement of net assets. The reader should be aware, however, that SEC rules do not always consider the two statement formats to be alternative presentations. [AAG-INV, par. 5.49]
<table>
<thead>
<tr>
<th>Shares or Principal Amount</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Demand loans payable to bank—10% (Note 5)</td>
<td>2,000,000</td>
</tr>
<tr>
<td>Securities sold short—9%</td>
<td>1,673,000</td>
</tr>
<tr>
<td>Other liabilities—6%</td>
<td>1,090,000</td>
</tr>
<tr>
<td><strong>Total liabilities</strong></td>
<td><strong>4,763,000</strong></td>
</tr>
</tbody>
</table>

**Net Assets**

Net assets (equivalent to $4.47 per share based on 4,216,000 shares of capital stock outstanding) (Note 6) | $18,862,000 |

The accompanying notes are an integral part of these financial statements.
XYZ MANAGEMENT INVESTMENT COMPANY

Statement of Operations
Year Ended December 31, 19X4

Investment income

Income
Dividends $742,000
Interest 259,000
Total income $1,001,000

Expenses
Investment advisory fee (Note 8) 90,000
Interest 55,000
Professional fees (Note 8) 29,000
Custodian and transfer agent fees 12,000
Distribution expenses (Note 8) 4,000
State and local taxes other than income taxes 15,000
Directors' fees 12,000
Dividends on securities sold short 9,000
Total expenses 226,000
Investment income—net 775,000

Realized and unrealized gain (loss) on investments (Note 7)
Net realized gain on investments 1,089,000
Change in unrealized appreciation of investments for the year (1,649,000)
Net loss on investments (560,000)
Net increase in net assets resulting from operations $215,000

The accompanying notes are an integral part of these financial statements.
XYZ MANAGEMENT INVESTMENT COMPANY

Statement of Changes in Net Assets

Years Ended December 31, 19X4, and 19X3

<table>
<thead>
<tr>
<th></th>
<th>19X4</th>
<th>19X3</th>
</tr>
</thead>
<tbody>
<tr>
<td>Increase (decrease) in net assets from operations</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Investment income—net</td>
<td>$ 775,000</td>
<td>$ 492,000</td>
</tr>
<tr>
<td>Net realized gain on investments</td>
<td>1,089,000</td>
<td>1,000,000</td>
</tr>
<tr>
<td>Change in unrealized appreciation</td>
<td>(1,649,000)</td>
<td>1,551,000</td>
</tr>
<tr>
<td>Net increase in net assets resulting from operations</td>
<td>215,000</td>
<td>3,043,000</td>
</tr>
<tr>
<td>Net equalization credits</td>
<td>9,000</td>
<td>6,000</td>
</tr>
<tr>
<td>Distributions to shareholders from—</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Investment income—net</td>
<td>(525,000)</td>
<td>(350,000)</td>
</tr>
<tr>
<td>Net realized gain on investments</td>
<td>(1,350,000)</td>
<td>(1,066,000)</td>
</tr>
<tr>
<td>Capital share transactions (Note 6)</td>
<td>2,721,000</td>
<td>1,749,000</td>
</tr>
<tr>
<td>Total increase</td>
<td>1,070,000</td>
<td>3,382,000</td>
</tr>
<tr>
<td>Net assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Beginning of year</td>
<td>17,792,000</td>
<td>14,410,000</td>
</tr>
<tr>
<td>End of year (including undistributed investment income of $639,000 and $380,000, respectively)</td>
<td>$18,862,000</td>
<td>$17,792,000</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
XYZ MANAGEMENT INVESTMENT COMPANY

Notes to Financial Statements

The following notes to the financial statements are illustrative only. In some circumstances, the information may be better presented within the financial statements; in other circumstances, information not required by regulation may not be sufficiently material to be disclosed.

Note 1: Significant Accounting Policies

The Company is registered under the Investment Company Act of 1940 as a diversified, open-end management investment company.

Security valuation. Investments in securities traded on a national securities exchange (or reported on the NASDAQ national market) are stated at the last reported sales price on the day of valuation. Other securities traded in the over-the-counter market and listed securities for which no sale was reported on that date are stated at the last quoted bid price, except for short positions and call options written, for which the last quoted asked price is used. Short-term notes are stated at amortized cost, which is equivalent to value. Restricted securities and other securities for which quotations are not readily available are valued at fair value as determined by the board of directors.

Federal income taxes. The Company’s policy is to comply with the requirements of the Internal Revenue Code that are applicable to regulated investment companies and to distribute all its taxable income to its shareholders. Therefore, no federal income tax provision is required.

Equalization. The Company uses the accounting practice of equalization, by which a portion of the proceeds from sales and costs of redemption of capital shares, equivalent on a per share basis to the amount of undistributed net investment income on the date of the transactions, is credited or charged to undistributed income. As a result, undistributed net investment income per share is unaffected by sales or redemptions of capital shares.

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

Other. The Company follows industry practice and records security transactions on the trade date. Dividend income is recognized on the ex-dividend date, and interest income is recognized on an accrual basis. Discounts and premiums on securities purchased are amortized over the life of the respective securities.

Note 2: Restricted Securities

The investment in 10,000 shares of Amalgamated Buggy Whips, Inc. common stock, the sale of which is restricted, has been valued by the board of directors after considering certain pertinent factors, including the results of operations of Amalgamated since the date of purchase in 19X1 and the sales price of recent private placements in its common stock. There is no quoted market for Amalgamated shares.*

Note 3: Covered Call Options Written

As of December 31, 19X4, portfolio securities valued at $1,908,000 were held in escrow by the custodian in connection with covered call options written by the Company.

* If several restricted security investments are held, a general statement on the valuation methods may be given rather than individual descriptions.
Note 4: Distributions to Shareholders

On January 3, 19X5, a distribution of $0.20 aggregating $840,000 was declared from net realized gains from investment transactions (including $0.02 applicable to short-term gains that are taxable to shareholders as ordinary income dividends) during 19X4. The dividend was paid on January 20, 19X5, to shareholders of record on January 10, 19X5.

As of December 31, 19X4, the Company had available for federal income tax purposes an unused capital loss carryover of approximately $1,500,000 which will expire in 19X5.*

Note 5: Bank Loans

The Company has an unsecured $3,000,000 bank line of credit. Borrowings under this arrangement bear interest at 110 percent of the bank’s prime rate. As of December 31, 19X4, the Company was paying interest at 11 percent per year on its outstanding borrowings. No compensating balances are required.

Note 6: Capital Share Transactions

As of December 31, 19X4, there were 25,000,000 shares of $0.50 par value capital stock authorized and capital paid-in aggregated $15,184,000.

Transactions in capital stock were as follows:

<table>
<thead>
<tr>
<th>Shares sold</th>
<th>Shares issued in reinvestment of dividends</th>
<th>Shares redeemed</th>
<th>Net increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>19X4</td>
<td>19X3</td>
<td>19X4</td>
<td>19X3</td>
</tr>
<tr>
<td>Shares sold</td>
<td>Shares issued in reinvestment of dividends</td>
<td>Shares redeemed</td>
<td>Net increase</td>
</tr>
<tr>
<td>452,000</td>
<td>222,000</td>
<td>674,000</td>
<td>104,000</td>
</tr>
</tbody>
</table>

Note 7: Investment Transactions

Purchases and sales of investment securities (excluding short-term securities) were $32,000,000 and $23,300,000, respectively, for common stocks and bonds; purchases and sales of U.S. government obligations were $3,300,000 and $2,000,000. Net loss on investments for the year ended December 31, 19X4, was $560,000. That amount represents the net decrease in value of investments held during the year. The components are as follows:

| Long transactions | $(501,000) |
| Short sale transactions | (75,000) |
| Covered call options written | 16,000 |

As of December 31, 19X4, the unrealized appreciation of securities was $2,189,000; accumulated undistributed net realized gains on investment transactions totaled $850,000.

Note 8: Investment Advisory Fees and Other Transactions with Affiliates

The Company pays advisory fees for investment management and advisory services under a management agreement (Agreement) that provides for fees to be computed at an annual rate of 0.5 percent of the Company’s average daily net assets. Certain officers and directors of the Company are also officers and directors of the investment adviser. The Agreement provides for

* This would be disclosed if the Company had an available capital loss carryover as of December 31, 19X4.
an expense reimbursement from the investment adviser if the Company's total expenses, exclusive of taxes, interest on borrowings, dividends on securities sold short, brokerage commissions, and extraordinary expenses, exceed 1.5 percent of the Company's average daily net assets for any full fiscal year. An expense reimbursement was not required for either 19X4 or 19X3. An expense reimbursement of $0.01 per share was required in 19X0.

The investment adviser also received $10,000 in 19X4 and $15,000 in 19X3 from commissions earned on sales of XYZ Management Investment Company capital stock and $5,000 in 19X4 and $8,000 in 19X3 from brokerage fees on its executions of purchases and sales of portfolio investments.

During 19X4, the Company incurred legal fees of $7,000 to Brown and Smith, counsel for the Company. John F. Smith, a partner of the firm, is a director of the Company. MNO Service Company, an affiliate of the investment adviser, received $4,000 in expense reimbursements for shareholder-related distribution expenses undertaken pursuant to a shareholder-approved plan.

Note 9: Portfolio Securities Loaned

As of December 31, 19X4, the Company loaned common stocks having a value of approximately $570,000 and received cash collateral of $620,000 for the loan.

11

Supplementary Information—Selected Per Share Data and Ratios *

<table>
<thead>
<tr>
<th>Per Share Data</th>
<th>19X4</th>
<th>19X3</th>
<th>19X2</th>
<th>19X1</th>
<th>19X0</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net investment income</td>
<td>.21</td>
<td>.20</td>
<td>.19</td>
<td>.17</td>
<td>.15</td>
</tr>
<tr>
<td>Distributions from investment income—net</td>
<td>(.16)</td>
<td>(.16)</td>
<td>(.17)</td>
<td>(.17)</td>
<td>(.15)</td>
</tr>
<tr>
<td>Net realized and unrealized gain (loss) on securities</td>
<td>(.12)</td>
<td>.71</td>
<td>.52</td>
<td>.42</td>
<td>.48</td>
</tr>
<tr>
<td>Distributions from realized gains on securities</td>
<td>(.34)</td>
<td>(.33)</td>
<td>(.24)</td>
<td>(.23)</td>
<td>(.20)</td>
</tr>
<tr>
<td>Net increase/decrease in net asset value</td>
<td>(.41)</td>
<td>.42</td>
<td>.30</td>
<td>.65</td>
<td>.28</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Net asset value:</th>
<th>19X4</th>
<th>19X3</th>
<th>19X2</th>
<th>19X1</th>
<th>19X0</th>
</tr>
</thead>
<tbody>
<tr>
<td>Beginning of year</td>
<td>4.88</td>
<td>4.46</td>
<td>4.16</td>
<td>4.81</td>
<td>4.53</td>
</tr>
<tr>
<td>End of year</td>
<td>$4.47</td>
<td>$4.88</td>
<td>$4.46</td>
<td>$4.16</td>
<td>$4.81</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Ratios</th>
<th>19X4</th>
<th>19X3</th>
<th>19X2</th>
<th>19X1</th>
<th>19X0</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ratio of expenses to average net assets (%)</td>
<td>1.33</td>
<td>1.31</td>
<td>.99</td>
<td>.82</td>
<td>.84</td>
</tr>
<tr>
<td>Ratio of investment income—net to average net assets (%)</td>
<td>4.56</td>
<td>2.82</td>
<td>4.22</td>
<td>5.42</td>
<td>5.10</td>
</tr>
</tbody>
</table>

* Selected data for a share of capital stock outstanding throughout the year.

Note: See AAG-INV 5.42 for a discussion of additional information that may be included in this schedule.
Comment Letter

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