ROYCE FOCUS TRUST INC Form N-CSRS August 30, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-CSR

CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-05379

Name of Registrant: Royce Focus Trust, Inc.

Address of Registrant: 1414 Avenue of the Americas New York, NY 10019

Name and address of agent for service:

John E. Denneen, Esquire

1414 Avenue of the Americas New York, NY 10019

Registrant stelephone number, including area code: (212) 486-1445

Date of fiscal year end: December 31

Date of reporting period: January 1, 2007
June 30, 2007

Item 1. Reports to Shareholders

Royce Value Trust

Royce Micro-Cap Trust

Royce Focus Trust

ROYCE FOCUS TRUST

ROYCE FOCUS TRUST

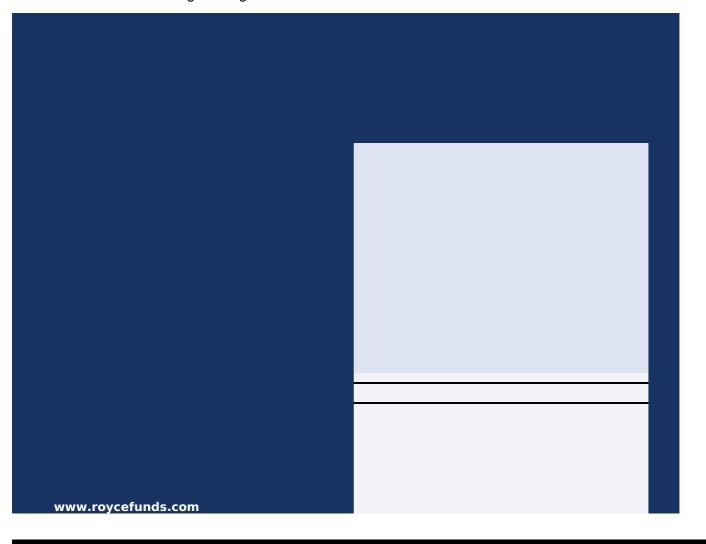
SEMIANNUAL

REVIEW AND

REPORT

TO STOCKHOLDERS

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-CSRS



A Few Words on Closed-End Funds

Royce & Associates, LLC manages three closed-end funds: Royce Value Trust, the first small-cap value closed-end fund offering; Royce Micro-Cap Trust, the only micro-cap closed-end fund; and Royce Focus Trust, a closed-end fund that invests in a limited number of primarily small-cap companies.

A closed-end fund is an investment company whose shares are listed and traded on a stock exchange. Like all investment companies, including open-end mutual funds, the assets of a closed-end fund are professionally managed in accordance with the investment objectives and policies approved by the fund s Board of Directors. A closed-end fund raises cash for investment by issuing a fixed number of shares through initial and other public offerings that may include shelf offerings and periodic rights offerings. Proceeds from the offerings are invested in an actively managed portfolio of securities. Investors wanting to buy or sell shares of a publicly traded closed-end fund after the offerings must do so on a stock exchange, as with any publicly traded stock. This is in contrast to open-end mutual funds, in which the fund sells and redeems its shares on a continuous basis.

A Closed-End Fund Offers Several Distinct Advantages Not Available From An Open-End Fund Structure

- n Since a closed-end fund does not issue redeemable securities or offer its securities on a continuous basis, it does not need to liquidate securities or hold uninvested assets to meet investor demands for cash redemptions, as an open-end fund must.
- n In a closed-end fund, not having to meet investor redemption requests or invest at inopportune times is ideal for value managers who attempt to buy stocks when prices are depressed and sell securities when prices are high.
- n A closed-end fund may invest more freely in less liquid portfolio securities because it is not subject to potential stockholder redemption demands. This is particularly beneficial for Royce-managed closed-end funds, which invest in small- and micro-cap securities.

- n The fixed capital structure allows permanent leverage to be employed as a means to enhance capital appreciation potential.
- Unlike Royce s open-end funds, our closed-end funds are able to distribute capital gains on a quarterly basis. Each of the Funds has adopted a quarterly distribution policy for its common stock.

We believe that the closed-end fund structure is very suitable for the long-term investor who understands the benefits of a stable pool of capital.

Why Dividend Reinvestment Is Important

A very important component of an investor s total return comes from the reinvestment of distributions. By reinvesting distributions, our investors can maintain an undiluted investment in a Fund. To get a fair idea of the impact of reinvested distributions, please see the charts on pages 13, 15 and 17. For additional information on the Funds Distribution Reinvestment and Cash Purchase Options and the benefits for stockholders, please see page 19 or visit our website at www.roycefunds.com.

Table of Contents

Semiannual Review	
Performance Table	<u>2</u>
Letter to Our Stockholders	<u>3</u>
Semiannual Report to Stockholders	10

For more than 30 years, we have used a value approach to invest in smaller-cap securities. We focus primarily on the quality of a company balance sheet, its ability to generate free cash flow and other measures of profitability or sound financial condition. At times, we may also look at other factors, such as a company unrecognized asset values, its future growth prospects or its turnaround potential following an earnings disappointment or other business difficulties. We then use these factors to assess the company current worth, basing the assessment on either what we believe a knowledgeable buyer might pay to acquire the entire company, or what we think the value of the company should be in the stock market.

This page is not part of the 2007 Semiannual Report to Stockholders $\mid \ 1$

Performance Table

Average Annual NAV Total Returns

Through June 30, 2007

	Royce Value Trust	Royce Micro-Cap Trust	Royce Focus Trust	Russell 2000
Second Quarter 2007*	6.30%	4.39%	8.24%	4.41%
Year-to-Date 2007 <u>*</u>	9.83	9.23	15.94	6.45
One-Year	19.70	19.87	24.26	16.43
Three-Year	16.39	16.08	21.31	13.45
Five-Year	15.46	16.54	21.57	13.88
10-Year	13.63	14.34	14.16	9.06
15-Year	14.45	n/a	n/a	11.92
20-Year	13.01	n/a	n/a	10.10
Since Inception	13.17	14.76	15.22	
Inception Date	11/26/86	12/14/93	11/1/96 <u>**</u>	
	·	·	·	

Important Performance and Risk Information

All performance information in this Review and Report reflects past performance, is presented on a total return basis and reflects the reinvestment of distributions. Past performance is no guarantee of future results. Performance information does not reflect the deduction of taxes that a stockholder would pay on distributions or on the sale of Fund shares. Investment return and principal value of an investment will fluctuate, so that shares may be worth more or less than their original cost when sold. Current performance may be higher or lower than performance quoted. Current month-end performance may be obtained at www.roycefunds.com. The Royce Funds invest primarily in securities of small-cap and/or micro-cap companies, which may involve considerably more risk than investments in securities of larger-cap companies.

The thoughts expressed in this Review and Report to Stockholders concerning recent market movements and future prospects for small company stocks are solely the opinion of Royce at June 30, 2007, and, of course, historical market trends are not necessarily indicative of future market movements. Statements regarding the future prospects for particular securities held in the Funds portfolios and Royce investment intentions with respect to those securities reflect Royce opinions as of June 30, 2007 and are subject to change at any time without notice. There can be no assurance that securities mentioned in this Review and Report to Stockholders will be included in any Royce-managed portfolio in the future.

^{*}Not annualized.

^{**}Date Royce & Associates, LLC assumed investment management responsibility for the Fund.

Letter to Our Stockholders

Rolling Stone Blues

At first blush, the mid-point of 2007 looked very similar to the end of 2006. The economy s condition was mostly positive, interest rates remained low and global liquidity levels remained flush following some vexing signs of contraction earlier in the year. The stock market kept moving mostly upwards, and the long bull market for small-caps in particular showed few signs of slowing down prior to July of this year. What s new for 2007 is that larger companies have emerged in the short run as market leaders, though the margin of outperformance versus small-cap both year-to-date and for the one-year period ended June 30 was not enormous. Within small-cap, there has been a move toward larger, arguably higher-quality companies that s distinct from the generally better returns achieved by more speculative issues in 2006. The overall direction remained positive for smaller companies, as it did for stocks as a whole. Equity investors continued to benefit from a remarkable run that included more of the overall market than is usually thought, small-cap having long since stolen the headlines from its larger peers as The Only Asset Class Worth Owning in some quarters.

Like the Rolling Stones, the bull market just kept going and going and going, almost automatic in its overall upward movement, its success seemingly taken for granted, with so many investors sure that the big hits would not fade away. As value investors, prone to a cautious, if not pessimistic, temperament, this blissful confidence on the part of certain observers was the object of our skepticism. Our view for the past few years has been that the bull market is nearly out of time. Although the market has so far seen fit to prove us wrong (though July s correction could be a sign of things to come), we remain convinced

One of the advantages of employing an all-weather strategy to select smaller company stocks is that we continue to do what we have always done regardless of the market s behavior. When smaller company stock prices were on the rise, it was more challenging to find the compelling values that have always been our stock in trade, but the search goes on whether the overall small-cap market is moving up or down.

This page is not part of the 2007 Semiannual Report to Stockholders | 3

Over the past decade or so the growth in the number and variety of equity market indices has been explosive. Russell, Standard & Poor\s (□S&P□), Wilshire, and Barra have all become accepted names in the equity world with stables of various indices. Considering the burgeoning number and scope of equity market indices, it is critical that investors better understand the composition, attribution and construction methodology among similar equity market indices.

As the Standard & Poor\(\partials\)

index recently celebrated

anniversary, we thought

be helpful to delve into

of the more prominent

indices, and how we at

500

its 50th

that it might

small-cap

the particulars

Letter to Our Stockholders

that a more historically typical correction of 15% or better is in the near future for smaller companies. The positive-performance phase that began in the fall of 2002 was interrupted by only two corrections in the 10%-14% range[] one in 2004-5 and another in 2006[] and a handful of others that were shy of double digits. To paraphrase the poet, the course of true market cycles never did run smooth. At least not as smooth as this current cycle. And to us, this was a warning. As we saw in July, when stock prices fell harder then they did during any other month this year, things can change very quickly. Along with our belief in regression to the mean, our conviction that markets are inherently cyclical is too firm to counter any temptation to abandon the lessons of history.

As active small-cap managers with large stakes throughout the small-cap universe, perhaps we should be more consistently happy with a market that before July had been gathering no moss and few, if any bears. Maybe we should try a little harder to relax and simply enjoy the good times. Make no mistake, we are mostly the robust returns that smaller stocks have been providing since the most recent small-cap market trough in October 2002. However, as the small-cap bull stampeded its way toward a fifth full year, we were also in the midst of our own 19th Nervous Breakdown (and at least as many bear market predictions) as we awaited what seemed to us an inevitable small-cap downturn. Even as the market was swaying to higher and higher levels, we could not escape the nagging and persistent reality that historically strong bull markets often give way to serious corrections, and the longer the good times last, the more likely it seems that the bear∏s bite will be

The Royce
Funds view them. Two of
the most
prominent are the Russell
2000 and
the S&P SmallCap 600,
both widely
accepted benchmarks for
small-cap
equities. Yet each is
different in
composition, attribution
and
construction
methodology.

The Russell 2000 index is the oldest dating back to 1979 and broadest of the two small-cap indices. It measures the performance of the 2,000 smallest companies in the Russell 3000 Index (which represents 99% of the U.S.

Continued on page 6 ...

deep. Of course, one of the advantages of employing an all-weather strategy to select smaller company stocks is that we continue to do what we have always done regardless of the market s behavior. When smaller company stock prices were on the rise, it was more challenging to find the compelling values that have always been our stock in trade, but the search goes on whether the overall small-cap market is moving up or down.

It∏s All Over Now

If our call for overall lower returns has not yet panned out, and our prediction of a small-cap correction has thus far proved at best premature, we can take a small measure of comfort for

4 | This page is not part of the 2007 Semiannual Report to Stockholders our forecasting acumen in the emergence of large-cap as a market leader, a development we thought first looked likely by the beginning of 2006. As usually happens, the case for large-cap leadership took on a certain inevitability only with the gift of hindsight. In 2005, the large-cap S&P 500 and the small-cap Russell 2000 finished the year with near-identical results the S&P 500 was up 4.9% while the Russell 2000 gained 4.6%. The large-cap index relinquished the performance crown in 2006 (+15.8% versus 18.4%), but small-cap regained its edge mostly through the courtesy of a torrid first quarter and a strong fourth quarter. In both 2006□s bearish second quarter and large-cap in part because we do not flat-to-down third quarter, the S&P 500 beat the Russell 2000, events we regarded as especially telling of a shift to large-cap leadership. That third-quarter outperformance (+5.7% versus +0.4%) was the key to giving the large-cap index an edge for the second half of 2006; it also contributed to large-cap outgaining small-cap for the one-year period ended 6/30/07, up 20.6% versus 16.4%.

We have been less focused on the leadership issue within small-cap than we are in the wider worlds of small- and limit ourselves in the broad small-cap universe by attaching labels to stocks such as ∏value∏ or ∏growth.∏

Two thousand seven has been different in terms of its first-half performance patterns, yet the end result through the end of June showed the S&P 500 ahead of its small-cap counterpart. During this year sirst quarter, a period that was positive for almost every segment of the stock market save certain small-cap growth companies and many micro-cap stocks, the S&P 500 gained a paltry 0.6% versus 2.0% for the Russell 2000. (The Nasdag Composite, meanwhile, managed a 0.3% gain.) The second quarter saw higher returns spread more consistently throughout the market. Large-cap led small-cap, with the S&P 500 up 6.3% versus 4.4% for its small-cap sibling, while the Nasdaq Composite led both indices with a gain of 7.5%. For the year-to-date period ended 6/30/07, the Nasdaq Composite actually led, its 7.8% gain ahead of the S&P 500∏s 7.0% return and the Russell $2000 \square s$ 6.5% showing.

These first-half results, as well as the large- and small-cap indices one-year returns, were consistent with our thought that when large-cap stocks did finally assume a leadership role, the margin of outperformance would be slight. We remain committed to the idea that large-cap∏s stay at the top should be brief, as frequent leadership rotation seems likely to roll on. Considering the recent status of large-cap∏s leadership, it should come as no surprise that the long-term performance edge remained with smaller companies. The Russell 2000 outpaced the S&P 500 for the three-, five-, 10- and 15-year periods ended 6/30/07. In addition, the small-cap index outgained its large-cap counterpart in two-thirds of the S&P 500□s positive quarters in each three-, five- and 10-year period ended 6/30/07.

Not Fade Away

During the first half, a similar shift in leadership arrived via a different route between value and growth within small-cap. The Russell 2000 Value index had maintained a near-

This page is not part of the 2007 Semiannual Report to Stockholders | 5

equity market) and accounts for approximately 8% of the total market capitalization of the larger Russell index. As of the end of June 2007, the median market cap of the Russell 2000 was \$695 million. The largest company by market cap in the index was \$3.3 billion and the smallest was \$125 million. Companies with market capitalizations in excess of \$2.5 billion represented 6% of the index, while micro-caps, which Royce defines as companies with market capitalizations less than million, comprised roughly 13% of the index. In terms of attribution. Financial Services represented the largest sector weight in the index at the end of June 2007, at 22.6%. Industrials (autos and transportation. materials and processing and producer durable) and Consumer **Discretionary** followed, with weightings of 21.5% and 19.2%, respectively.

Introduced in 1994, the S&P SmallCap 600 is more concentrated than the Russell 2000, consisting of 600 names that cover approximately 3% of the domestic equity market.

Letter to Our Stockholders

stranglehold on small-cap leadership until the first quarter of 2007, when it slipped under the thumb of its small-cap growth sibling. During both the first quarter (+1.5% versus +2.5%) and second guarter (+2.3%versus +6.7%), the Russell 2000 Value index lost ground to the Russell 2000 Growth index. Interestingly for us, value also underperformed growth from the interim small-cap peak on 2/22/07 through 6/30/07, down 0.8% compared to a gain of 2.9%. This consistent underperformance, even during the year s more volatile periods, not only put small-cap value in second place for the year-to-date period ended 6/30/07 (+3.8% versus +9.3%), it also cost small-cap value the performance edge for the most recent 12-month period. For the one-year period ended 6/30/07, the Russell 2000 Value index was up 16.1% versus 16.8% for the Russell 2000 Growth index.

Paralleling the performance patterns of small-cap versus large-cap, the Russell 2000 Value index maintained its lead over the Russell 2000 Growth index for longer-term periods. It bested small-cap growth for the three-, five-, 10-,15-, 20- and 25-year periods ended 6/30/07. A critical element in this performance edge came from small-cap value ⊓s better performance during the nearly five-year bull-market period following the small-cap market trough in October 2002, and from its superior results from the previous small-cap market peak on 3/9/00 through 6/30/07. What gives us some pause about the current period is the relative strength of small-cap growth in the more volatile period from that February 2007 interim peak. This is in stark contrast to 2006, a period in which small-cap value beat small-cap growth in up, down and more mixed quarters. However, we have been less focused on the leadership issue within small-cap than we are in the wider worlds of small- and large-cap in part because we do not limit ourselves in the broad small-cap universe by attaching labels to stocks such as [value] or [growth.]

Cool, Calm & Collected

The median market cap of the S&P SmallCap 600 was \$820 million as of the end of June 2007. The largest company by market cap in the index was \$5.0 billion and the smallest was \$70 million. Companies with more than \$2.5 billion in market cap comprised approximately 7%, while micro-caps represented 20% of the overall index. Industrials (materials and processing and producer durable) represented the largest sector weighting in the index at 19.1%, followed by **Information** Another reason for our bemusement is rooted in our own Funds∏ recent results. While the Russell 2000 Value index was dominating small-cap performance in 2006, our closed-end portfolios were underperforming the small-cap value index. Yet during the first half of 2007, these same portfolios each outperformed the Russel 2000 Value Index on a net asset value (NAV) basis. So it would seem that the distinctions between small-cap value and growth stocks being drawn by the wider world may no longer be as significant as they were also even a few years ago. All three portfolios were also ahead of their small-cap benchmark, the Russell 2000, for the year-to-date period ended 6/30/07 on an NAV basis, and each outpaced the small-cap index on both and NAV and market price basis for the 12 months ended 6/30/07. When we turn to the long view, the news becomes even better. Each of our closed-end Funds outperformed the Russell 2000 from the previous small-cap market peak on 3/9/00 through 6/30/07 and from the small-cap market

Continued on page 8...

6 | This page is not part of the 2007 Semiannual Report to Stockholders trough on 10/9/02 through 6/30/07. In addition, each closed-end Royce Fund outgained the Russell 2000 for the three-, five- and 10-year periods ended 6/30/07 on both an NAV and market price basis.

First-half strength came from holdings in several sectors, but the leader in each portfolio was the Industrial Products sector. It prevailed in part owing to the success of certain holdings. Synalloy Corporation was a top performer on a dollar basis in Royce Value Trust and Royce Micro-Cap Trust, while Florida Rock Industries and IPSCO dominated dollar-based gains in Royce Focus Trust. Holdings in Natural Resources and Technology were generally solid as well. Although micro-cap stocks finished the first half trailing their larger small-cap peers, any ill effects scarcely registered in the Funds∏ first-half returns. We were therefore generally pleased with the Funds[first-half returns, especially in a market climate that has made it more and more challenging to find the sort of attractive values that we like.

The popularity of ETFs and other index-based investments has played an important role in helping small-cap to be taken more seriously as an asset class. We also think that the related success of small-cap value approaches has been a factor in this growing esteem because a large number of investors saw that you could invest in small-cap stocks or indices with attractively low volatility scores.

You Can∏t Always Get What You Want

Indeed, the reality of small-cap∏s status as a permanent, professional asset class∏something that we are happy to report does not seem likely to change, even in the event of a correction more severe than what we think is probable \u2204cuts both ways for us. The popularity of ETFs and other index-based investments has played an important role in helping small-cap to be taken more seriously as an asset class. We also think that the related success of small-cap value approaches has been a factor in this growing esteem because a large number of investors saw that you could invest in small-cap stocks or indices with attractively low volatility scores. However, this has also created new tests for our purchase habits, in which we seek high-quality companies selling for bargain prices.

This page is not part of the 2007 Semiannual Report to Stockholders | 7

Technology at 17.1%, and Financial Services at 15.8% at the end of June 2007.

Another important difference between the two indices is the respective construction methodology. The S&P SmallCap 600 is designed to be an pefficient portfolio of companies that meet specific inclusion criteria to ensure that they are investable and financially viable. Inclusion in the index is determined subjectively by the S&P Index Committee, which adds new stocks to the index based not only on size, but also on financial viability, liquidity, adequate float size and other trading requirements.

In contrast, the Russell 2000 is more objective in nature; it has no committee to determine membership and stresses the need to accurately represent the market as it is. Kelly Haughton, strategic director for the Russell Indices, believes that __the market should decide which stocks belong in an index, especially if the index is to provide an unbiased benchmark for measuring the results of money managers___ investment decisions._

With differing composition, attribution and construction, performance can also vary dramatically. In fact, examining the annual performance of the two indices over the past 10 years shows that the spread has been as wide as 1400 basis points in a single calendar year. Still, we think that the Russell 2000 and the Standard & Poor smallCap 600 Index are reasonable proxies of the small capitalization world.

Letter to Our Stockholders

Unquestionably, in our view, the major player in the extension of the small-cap bull market has been the vast amount of global liquidity. The world has been awash with capital looking for a profitable home, and that∏s been an enormous factor in keeping stock prices afloat. Many of the investment vehicles that have become increasingly better known not just ETFs, but hedge funds, as well as merger and acquisition (M&A) and private equity activity have been fueled to some degree by the large amounts of cash circling the globe. Global liquidity has worked to make M&As, leveraged buyouts and privatizations increasingly commonplace in the financial marketplace. The United States is in the midst of a mega-merger wave, with the number and size of the transactions exploding. During the first half of 2007, 15 companies in the S&P 500 announced takeovers, while 111 companies in the Russell 2000

^{8 |} This page is not part of the 2007 Semiannual Report to Stockholders

had deals pending. Equally important, the trend has shown no signs of slowing down within the small-cap world.

However mindful of the significance of these figures, we still do not believe that the extraordinary amount of global liquidity changes the rules of the road in the U.S. equity market, at least **over the long run.** Cyclicality remains the norm. Today□s small-cap market is no different than large-cap was during the ☐90s. Global liquidity has extended

a wonderful bull market, but it cannot save the market from history, which means that sooner or later, the good times will end. Smaller companies have been, and will continue to be, the target of private equity funds and larger companies flush with cash. Although it∏s forecasts for the market to cloud our clear that M&A activity is not the primary driver of long-term performance, it has already had a hand in the extended run for a small-cap bull market. Yet once the bull market for acquisitions ends, the softening in demand could precipitate a more widespread correction in the very market whose bullish phase it helped to extend in the first place.

We have never allowed our thoughts on the short- or intermediate-term stock selection process. Regardless of where we think the market may be headed next, the search for great values in smaller stocks goes on...

Time Is On Our Side

As we look forward, we almost find ourselves wishing for a serious, though short-lived, correction for smaller stocks. We are still buying mostly on short-term dips, which typically do not yield the sort of absolute value that we would ideally prefer. Our goal is to be fully invested, but with purchase decisions becoming harder and harder, it has not been easy. Yet that is the reality of the current market (at least as of this writing), so we make our adjustments and deal with what we have on a daily basis. And even as we remain highly concerned about a correction for smaller companies, we are also confident about the long-term prospects for our chosen asset class. Whether or not a decidedly bearish July marked the beginning of a correction, we are still managing our portfolios with a long-term outlook and an absolute return bias. We have never allowed our thoughts on the short- or intermediate-term forecasts for the market to cloud our stock selection process. Regardless of where we think the market may be headed next, the search for great values in smaller stocks goes on, with the thought that our Funds can provide the kind of terrific long-term absolute returns that help our shareholders to build wealth.

Sincerely,

Charles M. Rovce President July 31, 2007 W. Whitney George Vice President

Jack E. Fockler, Jr. Vice President

This page is not part of the 2007 Semiannual Report to Stockholders | 9

Table of Contents

Semiannua	l Report to	Stockho	lders
-----------	-------------	---------	-------

<u>Directors and Officers</u>	11
Managers Discussions of Fund Performance	
Royce Value Trust	12
Royce Micro-Cap Trust	14
Royce Focus Trust	16
History Since Inception	18
Distribution Reinvestment and Cash Purchase Options	19
Schedules of Investments and Other Financial Statements	
Royce Value Trust	20
Royce Micro-Cap Trust	34
Royce Focus Trust	47
Board Approval of Investment Advisory Agreements	55
Notes to Performance and Other Important Information	Inside Back Cover

10 | The Royce Funds 2007 Semiannual Report to Stockholders

Directors and Officers

All Directors and Officers may be reached c/o The Royce Funds, 1414 Avenue of the Americas, New York, NY 10019

Charles M. Royce, Director*, President

Age: 67 | Number of Funds Overseen: 25 | Tenure:

Since 1986

Non-Royce Directorships: Director of Technology

Investment Capital Corp.

Principal Occupation(s) During Past Five Years: President, Chief Investment Officer and Member of Board of Managers of Royce & Associates, LLC ([Royce]), the Trust[s investment adviser.

Mark R. Fetting, Director*

Age: 52 | Number of Funds Overseen: 41 | Tenure:

Since 2001

Non-Royce Directorships: Director/Trustee of registered investment companies constituting the 16 Legg Mason Funds.

Principal Occupation(s) During Past Five Years: Senior Executive Vice President of Legg Mason, Inc.; Member of Board of Managers of Royce. Mr. Fetting prior business experience includes having served as Division President and Senior Officer, Prudential Financial Group, Inc. and related companies; Partner, Greenwich Associates and Vice President, T. Rowe Price Group, Inc.

Donald R. Dwight, Director

Age: 76 | Number of Funds Overseen: 25 | Tenure:

Since 1998

Non-Royce Directorships: None

Principal Occupation(s) During Past Five Years: President of Dwight Partners, Inc., corporate communications consultant; Chairman (from 1982 to March 1998) and Chairman Emeritus (since March 1998) of Newspapers of New England, Inc. Mr. Dwight prior experience includes having served as Lieutenant Governor of the Commonwealth of Massachusetts, as President and Publisher of Minneapolis Star and Tribune Company and as a Trustee of the registered investment companies constituting the Eaton Vance Funds.

Richard M. Galkin, Director

Age: 69 | Number of Funds Overseen: 25 | Tenure:

Since 1986

Non-Royce Directorships: None

Principal Occupation(s) During Past Five Years: Private investor. Mr. Galkin[s prior business experience includes having served as President of Richard M.

Galkin Associates, Inc., telecommunications consultants, President of Manhattan Cable Television (a subsidiary of Time, Inc.), President of Haverhills Inc. (another Time, Inc. subsidiary), President of Rhode Island Cable Television and Senior Vice President of Satellite Television Corp. (a subsidiary of Comsat).

Stephen L. Isaacs, Director

Age: 67 | Number of Funds Overseen: 25 | Tenure:

Since 1989

Non-Royce Directorships: None

Principal Occupation(s) During Past Five Years: President of The Center for Health and Social Policy (since September 1996); Attorney and President of Health Policy Associates, Inc., consultants. Mr. Isaacs[sprior business experience includes having served as Director of Columbia University Development Law and Policy Program and Professor at Columbia University (until August 1996).

William L. Koke, Director

Age: 72 | Number of Funds Overseen: 25 | Tenure:

Since 1996

Non-Royce Directorships: None

Principal Occupation(s) During Past Five Years: Private investor. Mr. Koke sprior business experience includes having served as President of Shoreline Financial Consultants, Director of Financial Relations of SONAT, Inc., Treasurer of Ward Foods, Inc. and President of CFC, Inc.

Arthur S. Mehlman, Director

Age: 65 | Number of Funds Overseen: 41 | Tenure:

Since 2004

Non-Royce Directorships: Director/Trustee of registered investment companies constituting the 16 Legg Mason Funds and Director of Municipal Mortgage & Equity, LLC.

Principal Occupation(s) During Past Five Years: Director of The League for People with Disabilities, Inc.; Director of University of Maryland Foundation (non-profits). Formerly: Director of University of Maryland College Park Foundation (non-profit) (from 1998 to 2005); Partner, KPMG LLP (international accounting firm) (from 1972 to 2002); Director of Maryland Business Roundtable for Education (from July 1984 to June 2002).

David L. Meister, Director

Age: 67 | Number of Funds Overseen: 25 | Tenure:

Since 1986

Non-Royce Directorships: None

Principal Occupation(s) During Past Five Years: Consultant. Chairman and Chief Executive Officer of The Tennis Channel (from June 2000 to March 2005). Chief Executive officer of Seniorlife.com (from December 1999 to May 2000). Mr. Meister prior business experience includes having served as a consultant to the communications industry, President of Financial News Network, Senior Vice President of

HBO, President of Time-Life Films and Head of Broadcasting for Major League Baseball.

G. Peter O Brien, Director

Age: 61 | Number of Funds Overseen: 41 | Tenure: Since 2001

Non-Royce Directorships: Director/Trustee of registered investment companies constituting the 16 Legg Mason Funds; Director of Technology Investment Capital Corp.

Principal Occupation(s) During Past Five Years: Trustee Emeritus of Colgate University (since 2005); Board Member of Hill House, Inc. (since 1999); Formerly: Trustee of Colgate University (from 1996 to 2005), President of Hill House, Inc. (from 2001 to 2005) and Managing Director/Equity Capital Markets Group of Merrill Lynch & Co. (from 1971 to 1999).

John D. Diederich, Vice President and Treasurer

Age: 55 | Tenure: Since 2001

Principal Occupation(s) During Past Five Years: Chief Operating Officer, Managing Director and member of the Board of Managers of Royce; Chief Financial Officer of Royce; Director of Administration of the Trust; and President of RFS, having been employed by Royce since April 1993.

Jack E. Fockler, Jr., Vice President Age: 48 | Tenure: Since 1995

Principal Occupation(s) During Past Five Years: Managing Director and Vice President of Royce, and Vice President of RFS, having been employed by Royce since October 1989.

W. Whitney George, Vice President

Age: 49 | Tenure: Since 1995

Principal Occupation(s) During Past Five Years: Managing Director and Vice President of Royce, having been employed by Royce since October 1991.

Daniel A. O Byrne, Vice President and Assistant Secretary

Age: 45 | Tenure: Since 1994

Principal Occupation(s) During Past Five Years: Principal and Vice President of Royce, having been employed by Royce since October 1986.

John E. Denneen, Secretary and Chief Legal Officer Age: 40 | Tenure: 1996-2001 and Since April 2002

Principal Occupation(s) During Past Five Years: General Counsel (Deputy General Counsel prior to 2003), Principal, Chief Legal and Compliance Officer and Secretary of Royce; Secretary and Chief Legal Officer of The Royce Funds.

Lisa Curcio, Chief Compliance Officer

Age: 47 | Tenure: Since 2004

Principal Occupation(s) During Past Five Years: Chief Compliance Officer of The Royce Funds (since October 2004); Compliance Officer of Royce (since June 2004); Vice President, The Bank of New York (from February 2001 to June 2004).

* Interested Director.

The Royce Funds 2007 Semiannual Report to Stockholders | 11

AVERAGE ANNUAL NAV TOTAL RETURNS Through 6/30/07

Second Quarter 2007*	6.30%
Jan - June 2007 <u>*</u>	9.83
One-Year	19.70
Three-Year	16.39
Five-Year	15.46
10-Year	13.63
15-Year	14.45
20-Year	13.01
Since Inception (11/26/86)	13.17

^{*} Not annualized.

CALENDAR YEAR NAV TOTAL RETURNS

Year	RVT	Year	RVT
2006	19.5%	1997	27.5%
2005	8.4	1996	15.5
2004	21.4	1995	21.1
2003	40.8	1994	0.1
2002	-15.6	1993	17.3
2001	15.2	1992	19.3
2000	16.6	1991	38.4
1999	11.7	1990	-13.8
1998	3.3	1989	18.3
		·	

`	, ,
TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders	
AllianceBernstein Holding L.P.	2.3%
Ritchie Bros. Auctioneers	1.5
Sotheby∏s Cl. A	1.4
Universal Compression Holdings	1.3
Lincoln Electric Holdings	1.1
SEACOR Holdings	1.1
PAREXEL International	1.0
Ash Grove Cement Cl. B	1.0
Brady Corporation Cl. A	0.9
Adaptec	0.8
% of Net Assets Applicable to Common Stockholders	
Technology	23.4%
Industrial Products	16.6
Industrial Services	11.0
Financial Intermediaries	10.8
Natural Resources	9.6
Financial Services	0.5
Health	8.5
	6.8
Consumer Services	
Consumer Services Consumer Products	6.8
	6.8 5.6
Consumer Products	6.8 5.6 4.8

Miscellaneous

Bonds and Preferred Stocks	0.2
Cash and Cash Equivalents	17.5

Royce Value Trust

Royce Value Trust (RVT) diversified portfolio of small- and micro-cap stocks posted solid results during the first half of 2007. For the year-to-date period ended 6/30/07, the Fund was up 9.8% on a net asset value (NAV) basis and 0.6% on a market price basis versus a 6.5% return for the Russell 2000 and 8.6% for the S&P 600. For the first quarter, the Fund returned 3.3% on an NAV basis, and 1.5% on a market price basis compared with 2.0% and 3.2% for the Russell 2000 and S&P 600, respectively. The Fund NAV results were also strong in the second quarter, with RVT posting a 6.3% gain compared with 4.4% and 5.3% for the Russell 2000 and S&P 600, while on a market price basis, the Fund disappointed, losing 0.8%.

RVT demonstrated strong absolute and relative results over market-cycle and other long-term periods. From the small-cap market peak on 3/9/00 through 6/30/07, RVT gained 154.2% on an NAV basis, versus 50.8% for the Russell 2000 and 106.4% for the S&P 600. During the mostly bullish phase from the small-cap market trough on 10/9/02 through 6/30/07, the Fund was up 189.4% compared to a gain of 169.9% for the Russell 2000 and 164.7% for the S&P 600. Fortunately, market-price performance difficulties during the first half did little to hurt performance over more extended periods. On both an NAV and market price basis, RVT held a performance advantage over both benchmarks for the one-, three-, five-, 10-, 15-, 20-year, and since inception (11/26/86) periods ended 6/30/07. RVT[s average annual NAV total return since inception was 13.2%.

Positive performances could be found throughout RVT portfolio, with the Industrial Products sector leading the way in dollar-based net gains. The worldwide boom in large-scale in frastructure construction.

Positive performances could be found throughout RVT[s portfolio, with the Industrial Processing of the Processing of the

Sotheby∏s Cl. A	\$6,976,529
Synalloy Corporation	6,707,090
PAREXEL International	4,106,333

particularly in China, seems to be changing the business cycle. Many traditionally cyclical industries are morphing into high-growth areas with rapidly increasing demand for their shares. It \Box s a situation that we will continue to watch, as industrial companies have historically е well-represented in the portfolio. The Fund∏s second-best performer in the first half of 2007, Synalloy, hails from

ITT Educational Services	4,080,800
AllianceBernstein Holding L.P.	3,024,548

*Includes dividends

the Industrial Products sector in the top-performing construction materials industry. This conservatively capitalized pipe and piping systems maker saw its share price climb (before cooling off a bit toward the end of June) owing to ongoing earnings strength. We began to reduce our position in May.

Important Performance and Risk Information

All performance information reflects past performance, is presented on a total return basis and reflects the reinvestment of distributions. Past performance is no guarantee of future results. Current performance may be higher or lower than performance quoted. Returns as of the recent month-end may be obtained at www.roycefunds.com. The market price of the Fund[s shares will fluctuate, so that shares may be worth more or less than their original cost when sold. The Fund invests primarily in securities of small-cap and micro-cap companies, which may involve considerably more risk than investing in a more diversified portfolio of larger-cap companies. Standard deviation is a statistical measure within which a fund s total returns have varied over time. The greater the standard deviation, the greater a fund s volatility. The Russell 2000 is an unmanaged index of domestic small-cap common stocks.

12 | The Royce Funds 2007 Semiannual Report to Stockholders

Performance and Portfolio Review

Other strong gainers in the sector included Lincoln Electric Holdings, Peerless Manufacturing Company, Kaydon Corporation and Florida Rock Industries, a takeover target that we have owned in the portfolio since 1986.

There were also notable successes outside of Industrial Products. We have held a position in Sotheby∏s, the Fund∏s top performing holding in the first half, since 1990. First and second guarter earnings strength helped the share price for this leading auction house to climb, and we trimmed our position in February and April. Impressive net gains also came from PAREXEL International, a company we have owned since 1998. This bio-pharmaceutical services company provides contract research, medical marketing, consulting, informatics, and advanced technology products and services to the pharmaceutical, biotechnology, and medical device industries worldwide. Its growing business and strong earnings helped its stock price stay healthy in the first half. Having recently celebrated its 25th anniversary in business, its standing as a long-term success in a volatile industry may also have helped.

GOOD IDEAS AT THE TIME Net Realized and Unrealized Investment Loss Year-to-Date Through 6/30/07

Opteum Cl. A	\$4,334,925
Newport Corporation	3,239,334
Kimball International Cl. B	2,893,948
First Consulting Group	2,389,434
Adaptec	2,196,485

^{*}Includes dividends

and consistent dividend. Although the firm was among the Fund stop performers in 2006, its stock price slipped in the first half. We reduced our position in February tasks as its

Although every sector posted net gains, even the best performing periods have their blemishes. The slumping housing market and the related implosion of the subprime mortgage industry spelled trouble for real estate investment trusts such as Opteum. The departure of some of its veteran executives did little to help. Newport Corporation, which

price slide throughout the first half. The firm reported lower-than-expected first-quarter profits that were especially acute in its laser

PORTFOLIO DIAGNOSTICS

division. Kimball International, which manufactures wood furniture, cabinets and electronic assembly products, is a company that we have owned in RVT[s portfolio since 1986. We have long liked its low debt

Average Market Capitalization	\$1,254 million
	111111011
Weighted Average P/E Ratio	21.0x
Weighted Average P/B Ratio	2.5x
Weighted Average Yield	0.9%
Fund Net Assets	\$1,270 million
Turnover Rate	5%
Net Leverage <u>*</u>	0%
Symbol Market Price NAV	RVT XRVTX

^{*}Net leverage is the percentage, in excess of 100%, of the total value of equity type investments, divided by net assets, excluding preferred stock.

The Funds P/E ratio calculations exclude companies with zero or negative earnings.

CAPITAL STRUCTURE

Publicly Traded Securities Outstanding at 6/30/07 at NAV or Liquidation Value

58.5 million shares	\$1,270
of Common Stock	million
5.90% Cumulative	\$220
Preferred Stock	million

RISK/RETURN COMPARISON

Five-Year Period Ended 6/30/07

	Deviation	fficiency <u>*</u>
15.46%	16.12	0.96
14.38	14.85	0.97
13.88	16.47	0.84
	14.38	15.46% 16.12 14.38 14.85

^{*}Return Efficiency is the average annual total return divided by the annualized standard deviation over a designated time period.

The	e Royce Funds 2007 Semiannual Report to Stockholders 13

AVERAGE ANNUAL NAV TOTAL RETURNS

Through 6/30/07

Second Quarter 2007*	4.39%
Jan-June 2007 <u>*</u>	9.23
One-Year	19.87
Three-Year	16.08
Five-Year	16.54
10-Year	14.34
Since Inception (12/14/93)	14.76

^{*}Not annualized.

CALENDAR YEAR NAV TOTAL RETURNS

Year	RMT	Year	RMT
2006	22.5%	1999	12.7%
2005	6.8	1998	-4.1
2004	18.7	1997	27.1
2003	55.6	1996	16.6
2002	-13.8	1995	22.9
2001	23.4	1994	5.0
2000	10.9		

TOP 10 POSITIONS

% of Net Assets Applicable to Common Stockholders

Seneca Foods	1.3%
Highbury Financial	1.2

	U	•
MVC Capital		1.1
Sapient Corporation		1.1
Edge Petroleum		1.0
Pegasystems		1.0
PAREXEL International		0.9
Transaction Systems Architects Cl. A		0.9
Pason Systems		0.9
Weyco Group		0.9
PORTFOLIO SECTOR BF % of Net Assets Applicabl		OOWN

% of Net Assets Applicable to Common Stockholders

Technology	23.4%
Health	14.2
Industrial Products	14.2
Industrial Services	12.9
Financial Intermediaries	10.7
Natural Resources	10.4
Consumer Products	5.0
Consumer Services	4.6
Financial Services	4.2
Diversified Investment Companies	1.4
Miscellaneous	2.7
Preferred Stocks	1.5
Cash and Cash Equivalents	11.1

Royce Micro-Cap Trust

Royce Micro-Cap Trust[s diversified portfolio of diminutive companies fared well in the first half on both an absolute and relative basis. For the year-to-date period ended 6/30/07, the Fund gained 9.2% on a net asset value (NAV) basis, though on a market price basis it lost 2.9%, versus a return of 6.5% for its small-cap benchmark, the Russell 2000. The Fund[s strong absolute and relative NAV showing was consistent during the first half of 2007. RMT gained 4.6% in the first quarter versus 2.0% for the Russell 2000, while the Fund was down 0.7% on a market price basis. On an NAV basis, the Fund matched the gain of its benchmark in the second quarter, each up 4.4%, though its market price result was again disappointing, down 2.2%.

represented a cooling off after a terrific performance in 2006. Its poor first half fortunately did little harm to its long-term returns. From the previous small-cap market peak on 3/9/00 through 6/30/07, RMT was up 170.0% on a net asset value basis, and 223.0% on a market price basis, compared to the Russell 2000∏s 50.8% gain. During the more dynamic upswing from the small-cap market trough on 10/9/02 through 6/30/07, RMT gained 212.6% on an NAV basis and 243.3% on a market price basis, versus 169.9% for the small-cap benchmark. The impressive on an absolute basis, something of greater importance to us, as much as we like to beat our benchmark. On both an NAV and market price basis, RMT outperformed the Russell 2000 for the one-, three-, five-, 10-year and since inception (12/14/93) periods ended 6/30/07. **The Fund** \square **s** average annual NAV total return since inception was 14.8%.

One interesting development that we saw over the last several months has been a performance disparity within the micro-cap sector. Roughly coinciding with the move to higher quality that we have observed in the upper tier of the small-cap world has been better performance from larger, more established micro-cap companies. This benefited the Fund in the first half of 2007, as $RMT \square s$ average market

GOOD IDEAS THAT WORKED Net Realized and Unrealized Investment

Return<u>*</u> Year-to-Date Through 6/30/07

Synalloy Corporation	\$ 2,353,845
The Geo Group	1,560,339
PAREXEL International	1,541,307
Covansys Corporation	1,474,748
CMG Information Services	1,457,136

^{*}Includes dividends

capitalization of \$290 million at the end of June leaned toward the higher range of the micro-cap world. Of course, we always seek quality in our portfolio selections even as we∏re aware that the micro-cap segment is only gradually finding acceptance as an area in which quality can be reliably found.

Important Performance and Risk Information

All performance information reflects past performance, is presented on a total return basis and reflects the reinvestment of distributions. Past performance is no guarantee of future results. Current performance may be higher or lower than performance quoted. Returns as of the recent month-end may be obtained at www.roycefunds.com. The market price of the Fund[s shares will fluctuate, so that shares may be worth more or less than their original cost when sold. The Fund normally invests in micro-cap companies, which may involve considerably more risk than investing in a more diversified portfolio of larger-cap companies. Standard deviation is a statistical measure within which a fund \(\sigma \) total returns have varied over time. The greater the standard deviation, the greater a fund[s volatility. The Russell 2000 is an unmanaged index of domestic small-cap common stocks.

14 | The Royce Funds 2007 Semiannual Report to Stockholders

Performance and Portfolio Review

The Industrial Products sector led the way during the first half in terms of dollar-based net gains. The ongoing worldwide boom in large-scale infrastructure construction, particularly in China, has made industrial companies, historically well-represented in the portfolio, highly desirable. The Fund[s top performer came from the sector. Synalloy is a conservatively capitalized pipe and piping services business that saw its share price increase driven by ongoing earnings strength before it cooled off a bit toward the end of June. We reduced our position in February and June. Holdings in machinery and other industrial products also posted strong first-half gains.

We have owned shares of privatized correctional and detention management company Geo Group, since January 2000. Its business grew during the first half allowing the company to reduce its debt and its stock split early in June, which helped its share price to break out while leading us to reduce our position later that same month. We have owned bio-pharmaceutical services company PAREXEL International in RMT sportfolio since 1999. Growing business and strong earnings helped its stock price to climb. Its standing as a long-term success in an otherwise volatile industry may also have helped. We reduced our position in June.

GOOD IDEAS AT THE TIME
Net Realized and Unrealized
Investment Loss <u>*</u>
Year-to-Date Through 6/30/07

First Consulting Group	\$1,159,112
Opteum Cl. A	943,260
CorVel Corporation	859,879
Volt Information Sciences	793,760
Allied Defense Group	744,541

*Includes dividends

Even during positive performance periods, there are f e w disappointments. , Healthcare consultant First **Consulting Group** lost a customer that brought in 9 about 10% of the - firm∏s business. After others had sold on this news, we increased our position based on the strength of the firm∏s balance sheet, improving returns on capital and a series of promising acquisitions. Real

estate investment trusts suffered from the slumping housing market and the subprime mortgage industry crisis during the first half of 2007. Opteum, which we have owned since 2005, was no exception, and the firm [s problems were exacerbated by the departure of some veteran executives. Its share price

dropped dramatically, and while that did not deliver positive results in the short run, we saw enough promise in the company to justify adding to our position.

Average Market Capitalization	\$290 million
Weighted Average P/E Ratio	20.6x
Weighted Average P/B Ratio	2.12
Weighted Average Yield	0.7%
Fund Net Assets	\$369 million
Turnover Rate	19%
Net Leverage []	5%
Symbol Market Price NAV	RM ⁻ XOTC)

Net leverage is the percentage, in excess of 100%, of the total value of equity type investments, divided by net assets, excluding preferred stock.

CAPITAL STRUCTURE

Publicly Traded Securities Outstanding at 6/30/07 at NAV or Liquidation Value

23.8 million shares of Common Stock	\$369 million
6.00% Cumulative Preferred Stock	\$60 million

RISK/RETURN COMPARISON

Five-Year Period Ended 6/30/07

	Average Annual Total Return	Standard Deviation	Return Efficiency <u>*</u>
RMT (NAV)	16.54%	17.02	0.97
Russell 2000	13.88	16.47	0.84

^{*}Return Efficiency is the average annual total return divided by the annualized standard deviation over a designated time period.

The Royce Funds 2007 Semiannual Report to Stockholders | 15

One-Year 24.26 Three-Year 21.31 Five-Year 21.57 10-Year 14.16 Since Inception (11/1/96) 15.22 * Not annualized. Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7	Second Qu	arter 2007 <u>*</u>		8.24%
Three-Year 21.31 Five-Year 21.57 10-Year 14.16 Since Inception (11/1/96) 15.22 * Not annualized. Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7	Jan-June 20	007 <u>*</u>		15.94
Five-Year 21.57 10-Year 14.16 Since Inception (11/1/96) 15.22 * Not annualized. Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7	One-Year			24.26
10-Year 14.16 Since Inception (11/1/96) 15.22 * Not annualized. Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	Three-Yea	r		21.31
Since Inception (11/1/96) 15.22 * Not annualized. Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	Five-Year			21.57
* Not annualized. Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	10-Year			14.16
Royce & Associates assumed investment management responsibility for the Fund on 11/1/96. CALENDAR YEAR NAV TOTAL RETURNS Year FUND Year FUND 2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	Since Ince	ption (11/1/96)		15.22
2006 15.9% 2001 10.0 2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	Royce & As responsibilit	sociates assumed in ry for the Fund on 11	./1/96.	
2005 13.3 2000 20.9 2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	Year	FUND	Year	FUND
2004 29.2 1999 8.7 2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	2006	15.9%	2001	10.09
2003 54.3 1998 -6.8 2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	2005	13.3	2000	20.9
2002 -12.5 1997 20.5 TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	2004	29.2	1999	8.7
TOP 10 POSITIONS % of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	2003	54.3	1998	-6.8
% of Net Assets Applicable to Common Stockholders Australia Government 7.50% Bond 4.7 New Zealand Government	2002	-12.5	1997	20.5
New Zealand Government	% of Net A to Commo	ssets Applicable n Stockholders	Bond	4.79
			, 50110	7.77
				4.2

Unit Corporation

Schnitzer Steel Industries Cl. A	3.3
Reliance Steel & Aluminum	3.1
Thor Industries	3.0
Knight Capital Group Cl. A	2.9
Lincoln Electric Holdings	2.9
KKR Financial Holdings	2.7
PORTFOLIO SECTOR BREAKDOWN % of Net Assets Applicable to Common Stockholders	
Natural Resources	24.7%
Industrial Products	21.8
Technology	6.6
Consumer Products	6.6
Industrial Services	6.3
Financial Intermediaries	5.6
Health	5.1
Consumer Services	4.2
Financial Services	1.2
Bonds	8.9

Royce Focus Trust

Royce Focus Trust (FUND) made its way successfully through the pleasantly buoyant waters of 2007 s first half, with notable results on both an absolute and relative basis. **The Fund posted dynamic**

year-to-date returns, up 15.9% on a net asset value (NAV) basis and 8.6% on a market price basis, in both instances ahead of FUND\(\partials\) small-cap benchmark, the Russell 2000, which was up 6.5% for the same period. Results were positive throughout the year s first six months. In the first quarter, the Fund was up 7.1% on a net asset value (NAV) basis, and 7.4% on a market price basis, both results well out in front of the small-cap index, which was up 2.0%. During the second guarter, the Fund again outpaced the benchmark on an NAV basis, up 8.2% versus 4.4%, while its return on a market price basis was 1.2%.

As gratifying as recent short-term outperformance was, it remains the case that the Fund□s market cycle and other long-term periods offer what we believe is the best gauge of its strength. We were very pleased, then, that FUND maintained its longstanding record of strong absolute performances over these time periods. From the previous small-cap market peak on 3/9/00 through 6/30/07, FUND was up 248.4% and 327.3% on NAV and market price bases, respectively, versus a 50.8% result for the small-cap index.

The Fund also beat the Russell 2000 during the mostly bullish phase from 10/9/02 through 6/30/07, gaining 266.3% on an NAV basis and F 298.4% on a l market price basis, while the Russell 2000 gained 169.9% for the same period. These strong market cycle results were a key outperformance t h e ofbenchmark over

factor in FUND□s *Includes dividends calendar-based periods. On both an NAV and market price basis, the Fund∏s limited portfolio of primarily small-cap stocks outpaced the index for the one-, three-, five-, 10-year n since-inception o f o u r

GOOD IDEAS THAT WORKED Net Realized and Unrealized Investment Return* Year-to-Date Through 6/30/07

IPSCO	\$3,396,454
Florida Rock Industries	2,290,728
Tesco Corporation	1,996,506
lvanhoe Mines	1,984,500
Reliance Steel & Aluminum	1,704,000

management periods ended 6/30/07. FUND[s a v e r a g e annual NAV total return since the inception of o u r management (11/1/96) was 15.2%.

Although there were plenty of positive performances in the portfolio during the first half, the strongest dollar-based net gains came from the Industrial Products and Natural Resources sectors. The Fund stop two performers, IPSCO and Florida Rock Industries, were Industrial Products holdings. We first began to buy shares of construction aggregates company Florida Rock Industries in other Royce-managed portfolios more than 20 years ago and have had a position in FUND sportfolio since 1998. In February 2007, the

Important Performance and Risk Information

All performance information reflects past performance, is presented on a total return basis and reflects the reinvestment of distributions. Past performance is no quarantee of future results. Current performance may be higher or lower than performance quoted. Returns as of the recent month-end may be obtained at www.roycefunds.com. The market price of the be worth more or less than their original cost when sold. The Fund normally invests primarily in small-cap companies, which may involve considerably more risk than investing in a more diversified portfolio of larger-cap companies. Standard deviation is a statistical measure within which a fund s total returns have varied over time. The greater the standard deviation, the greater a fund s volatility. The Russell 2000 is an unmanaged index of domestic small-cap common stocks.

16 | The Royce Funds 2007 Semiannual Report to Stockholders

Performance and Portfolio Review

company was acquired by a larger competitor at a substantial premium. We finished selling our stake in April. The firm was consistently attractive to us as a conservatively capitalized, well-run business in a cyclical industry that has historically garnered attention from value investors. Canadian steel production and fabrication company IPSCO first attracted our attention in 2004 with its pristine balance sheet, strong history of earnings and high returns on capital. It was also the target of the urge to merge. Earlier this year, several larger firms began looking at the firm as a potential acquisition, with Swedish business SSAB finally closing the deal in May. We sold our shares between April and May. Within Natural Resources, Tesco Corporation, which designs and manufactures oilfield products such as drilling and hydraulic systems, reported record first-quarter earnings. This helped its already rising stock price to keep climbing. We reduced our position at increasing prices between January and May. Ivanhoe Mines is a conservatively capitalized business with extensive operations in Mongolia. It recently won permission from that nation \sigma government to develop what could be the world[s largest undeveloped copper and gold deposits in tandem with another firm, news that gave a healthy sheen to Ivanhoe∏s stock price. Unit Corporation reaped the rewards of running a strong, well-managed business in a mostly positive market for

energy stocks. We added to our stake i	in January and June.
GOOD IDEAS AT THE TIME	Even the be
Net Realized and Unrealized	performing perio
Investment Loss <u>*</u>	have their blemish
Year-to-Date Through 6/30/07	In th

Gammon Gold	\$792,108
Knight Capital Group	579,621
The Timberland Company	516,700
KKR Financial Holdings	376,960
Nu Skin Enterprises Cl. A	304,000

^{*}Includes dividends

Even the best performing periods have their blemishes. n t h otherwise-profitable precious metals and mining industry within the Natural Resources sector. -Gammon Gold disappointed. In a difficult market for gold and silver commodity prices, the firm went through a change in management (that we liked) and had some issues with its Mexican mining operations. We substantially increased our stake in institutional trading and asset management

company Knight Capital Group. Its stock price began to slip in January as the firm experienced slumping profits from increase of compensation costs. In the second quarter, earnings were hampered by a decline in its hedge fund fees.

Average Market Capitalization	\$1,560 million
Weighted Average P/E Ratio	16.2
Weighted Average P/B Ratio	2.7
Weighted Average Yield	1.5%
Fund Net Assets	\$182 millio
Turnover Rate	36%
Net Leverage.	0%
Symbol Mareket Price NAV	FUNI XFUN
Net leverage is the percentage 100%, of the total value of equinvestments, divided by net apreferred stock. The Funds P/E ratio calculation companies with zero or negative capital STRUCTURE	uity type ssets, excluding ons exclude ive earnings.
Publicly Traded Securities at 6/30/07 at NAV or Liquid	
16.5 million shares of Common Stock	\$182 millio
6.00% Cumulative Preferred Stock	\$25 millio

	Average Annual Total Return	Standard Deviation	
FUND (NAV)	21.57%	17.04	1.27
Russell 2000	13.88	13.88	0.84

The Royce Funds 2007 Semiannual Report to Stockholders | 17

History Since Inception

The following table details the share accumulations by an initial investor in the Funds who reinvested all distributions (including fractional shares) and participated fully in primary subscriptions for each of the rights offerings. Full participation in distribution reinvestments and rights offerings can maximize the returns available to a long-term investor. This table should be read in conjunction with the Performance and Portfolio Reviews of the Funds.

н	istory	Amount Invested	Purchase Price <u>*</u>	Shares	NAV Value <u>**</u>	Market Value**
Royce Val			11100_	onal co		<u> </u>
11/26/86	Initial Purchase	\$ 10,000	\$ 10.000	1,000	\$ 9,280	\$ 10,000
10/15/87	Distribution \$0.30	4 20,000	7.000	42	Ψ 57255	4 20,000
12/31/87	Distribution \$0.22		7.125	32	8,578	7,250
12/27/88	Distribution \$0.51		8.625	63	10,529	9,238
9/22/89	Rights Offering	405	9.000	45	,	•
12/29/89	Distribution \$0.52		9.125	67	12,942	11,866
9/24/90	Rights Offering	457	7.375	62	,	•
12/31/90	Distribution \$0.32		8.000	52	11,713	11,074
9/23/91	Rights Offering	638	9.375	68		
12/31/91	Distribution \$0.61		10.625	82	17,919	15,697
9/25/92	Rights Offering	825	11.000	75		
12/31/92	Distribution \$0.90		12.500	114	21,999	20,874
9/27/93	Rights Offering	1,469	13.000	113		
12/31/93	Distribution \$1.15		13.000	160	26,603	25,428
10/28/94	Rights Offering	1,103	11.250	98		
12/19/94	Distribution \$1.05		11.375	191	27,939	24,905
11/3/95	Rights Offering	1,425	12.500	114		
12/7/95	Distribution \$1.29		12.125	253	35,676	31,243
12/6/96	Distribution \$1.15		12.250	247	41,213	36,335
	Annual distribution total					
1997	\$1.21		15.374	230	52,556	46,814
	Annual distribution total					
1998	\$1.54		14.311	347	54,313	47,506
	Annual distribution total					
1999	\$1.37		12.616	391	60,653	50,239
	Annual distribution total					
2000	\$1.48		13.972	424	70,711	61,648
	Annual distribution total					
2001	\$1.49		15.072	437	81,478	73,994
	Annual distribution total					
2002	\$1.51		14.903	494	68,770	68,927
1/28/03	Rights Offering	5,600	10.770	520		
	Annual distribution total					
2003	\$1.30		14.582	516	106,216	107,339
	Annual distribution total					
2004	\$1.55		17.604	568	128,955	139,094
	Annual distribution total					
2005	\$1.61		18.739	604	139,808	148,773
	Annual distribution total					
2006	\$1.78		19.696	693	167,063	179,945
_	Year-to-date distribution		_			
2007	total \$0.91		21.352	349		
6/30/07		\$ 21,922		8,451	\$183,471	\$181,020

Edgar Filing: ROYCE FOCUS TRUST INC - Form N-CSRS

Royce Mic	ro-Cap Trust						
12/14/93	Initial Purchase	\$	7,500	\$ 7.500	1,000	\$ 7,250	\$ 7,500
10/28/94	Rights Offering		1,400	7.000	200	0.163	0.460
12/19/94	Distribution \$0.05			6.750	9	9,163	8,462
12/7/95	Distribution \$0.36			7.500	58	11,264	10,136
12/6/96	Distribution \$0.80			7.625	133	13,132	11,550
12/5/97	Distribution \$1.00			10.000	140	16,694	15,593
12/7/98	Distribution \$0.29			8.625	52	16,016	14,129
12/6/99	Distribution \$0.27			8.781	49	18,051	14,769
12/6/00	Distribution \$1.72			8.469	333	20,016	17,026
12/6/01	Distribution \$0.57 Annual distribution total			9.880	114	24,701	21,924
2002	\$0.80			9.518	180	21,297	19,142
2003	Annual distribution total \$0.92			10.004	217	33,125	31,311
	Annual distribution total						
2004	\$1.33 Annual distribution total			13.350	257	39,320	41,788
2005	\$1.85			13.848	383	41,969	45,500
	Annual distribution total						
2006	\$1.55			14.246	354	51,385	57,647
2007	Year-to-date distribution total \$0.66			15.075	154		
6/30/07		\$	8,900		3,633	\$ 56,130	\$ 55,985
	cus Trust	\$	8,900		3,633	\$ 56,130	\$ 55,985
Royce Foo		\$ \$		\$ 4.375		<u> </u>	
Royce Foo 10/31/96	cus Trust Initial Purchase		8,900 4,375	\$ 4.375	1,000	\$ 5,280	\$ 4,375
Royce Foo 10/31/96 12/31/96	Initial Purchase				1,000	\$ 5,280 5,520	\$ 4,375 4,594
Royce Foo 10/31/96				\$ 4.375 5.250		\$ 5,280 5,520 6,650	\$ 4,375 4,594 5,574
Royce Foo 10/31/96 12/31/96 12/5/97	Initial Purchase				1,000	\$ 5,280 5,520	\$ 4,375 4,594
Royce Foo 10/31/96 12/31/96 12/5/97 12/31/98	Initial Purchase Distribution \$0.53			5.250	1,000	\$ 5,280 5,520 6,650 6,199	\$ 4,375 4,594 5,574 5,367
Royce Foo 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99	Initial Purchase Distribution \$0.53 Distribution \$0.145			5.250 4.750	1,000 101 34	\$ 5,280 5,520 6,650 6,199 6,742	\$ 4,375 4,594 5,574 5,367 5,356
Royce Foo 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00	Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09			5.250 4.750 5.563 6.010 5.640	1,000 101 34 69 28 19	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844	\$ 4,375 4,594 5,574 5,367 5,356 6,848
Royce Foo 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01	Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62			5.250 4.750 5.563 6.010	1,000 101 34 69 28	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193
Royce Foo 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03	Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total			5.250 4.750 5.563 6.010 5.640 8.250	1,000 101 34 69 28 19 94	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03	Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74		4,375	5.250 4.750 5.563 6.010 5.640 8.250	1,000 101 34 69 28 19 94	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956
Royce Foo 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.62 Annual distribution total \$1.74 Rights offering			5.250 4.750 5.563 6.010 5.640 8.250	1,000 101 34 69 28 19 94	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03 2004 5/6/05	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74 Rights offering Annual distribution total		4,375	5.250 4.750 5.563 6.010 5.640 8.250 9.325 8.340	1,000 101 34 69 28 19 94 259 320	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03 2004 5/6/05 2005	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74 Rights offering Annual distribution total \$1.21 Annual distribution total		4,375	5.250 4.750 5.563 6.010 5.640 8.250 9.325 8.340 9.470	1,000 101 34 69 28 19 94 259 320 249	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105 15,639	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406 16,794
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03 2004 5/6/05	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74 Rights offering Annual distribution total \$1.21 Annual distribution total \$1.57		4,375	5.250 4.750 5.563 6.010 5.640 8.250 9.325 8.340	1,000 101 34 69 28 19 94 259 320	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03 2004 5/6/05 2005 2006	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74 Rights offering Annual distribution total \$1.21 Annual distribution total \$1.57 Year-to-date distribution		4,375	5.250 4.750 5.563 6.010 5.640 8.250 9.325 8.340 9.470 9.860	1,000 101 34 69 28 19 94 259 320 249	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105 15,639	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406 16,794
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03 2004 5/6/05 2005	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74 Rights offering Annual distribution total \$1.21 Annual distribution total \$1.57		4,375	5.250 4.750 5.563 6.010 5.640 8.250 9.325 8.340 9.470	1,000 101 34 69 28 19 94 259 320 249	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105 15,639	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406 16,794
Royce Food 10/31/96 12/31/96 12/5/97 12/31/98 12/6/99 12/6/00 12/6/01 12/6/02 12/8/03 2004 5/6/05 2005 2006	Initial Purchase Distribution \$0.53 Distribution \$0.145 Distribution \$0.34 Distribution \$0.14 Distribution \$0.09 Distribution \$0.62 Annual distribution total \$1.74 Rights offering Annual distribution total \$1.21 Annual distribution total \$1.57 Year-to-date distribution	\$	4,375	5.250 4.750 5.563 6.010 5.640 8.250 9.325 8.340 9.470 9.860	1,000 101 34 69 28 19 94 259 320 249	\$ 5,280 5,520 6,650 6,199 6,742 8,151 8,969 7,844 12,105 15,639	\$ 4,375 4,594 5,574 5,367 5,356 6,848 8,193 6,956 11,406 16,794

^{*} Beginning with the 1997 (RVT), 2002 (RMT) and 2004 (FUND) distributions, the purchase price of distributions is a weighted average of the distribution reinvestment prices for the year.

^{**} Other than for initial purchase and June 30, 2007, values are stated as of December 31 of the year indicated, after reinvestment of distributions.

^{18 |} The Royce Funds 2007 Semiannual Report to Stockholders

Distribution Reinvestment and Cash Purchase Options

Why should I reinvest my distributions?

By reinvesting distributions, a stockholder can maintain an undiluted investment in the Fund. The regular reinvestment of distributions has a significant impact on stockholder returns. In contrast, the stockholder who takes distributions in cash is penalized when shares are issued below net asset value to other stockholders.

How does the reinvestment of distributions from the Royce closed-end funds work?

The Funds automatically issue shares in payment of distributions unless you indicate otherwise. The shares are generally issued at the lower of the market price or net asset value on the valuation date.

How does this apply to registered stockholders?

If your shares are registered directly with a Fund, your distributions are automatically reinvested unless you have otherwise instructed the Funds transfer agent, Computershare, in writing. A registered stockholder also has the option to receive the distribution in the form of a stock certificate or in cash if Computershare is properly notified.

What if my shares are held by a brokerage firm or a bank?

If your shares are held by a brokerage firm, bank, or other intermediary as the stockholder of record, you should contact your brokerage firm or bank to be certain that it is automatically reinvesting distributions on your behalf. If they are unable to reinvest distributions on your behalf, you should have your shares registered in your name in order to participate.

What other features are available for registered stockholders?

The Distribution Reinvestment and Cash Purchase Plans also allow registered stockholders to make optional cash purchases of shares of a Fund\[\] s common stock directly through Computershare on a monthly basis, and to deposit certificates representing your Fund shares with Computershare for safekeeping. The Funds\[\] investment adviser is absorbing all commissions on optional cash purchases under the Plans through December 31, 2007.

How do the Plans work for registered stockholders?

Computershare maintains the accounts for registered stockholders in the Plans and sends written confirmation of all transactions in the account. Shares in the account of each participant will be held by Computershare in non-certificated form in the name of the participant, and each participant will be able to vote those shares at a stockholder meeting or by proxy. A participant may also send other stock certificates held by them to Computershare to be held in non-certificated form. There is no service fee charged to participants for reinvesting distributions. If a participant elects to sell shares from a Plan account, Computershare will deduct a \$2.50 fee plus brokerage commissions from the sale transaction. If a nominee is the registered owner of your shares, the nominee will maintain the accounts on your behalf.

How can I get more information on the Plans?

You can call an Investor Services Representative at (800) 221-4268 or you can request a copy of the Plan for your Fund from Computershare. All correspondence (including notifications) should be directed to: [Name of Fund] Distribution Reinvestment and Cash Purchase Plan, c/o Computershare, PO Box 43010, Providence, RI 02940-3010, telephone (800) 426-5523.

Schedule of Investments

COMMON STOCKS [] 99.6%	SHARES	VALUE
Consumer Products [] 4.8% Apparel and Shoes - 1.5% Kenneth Cole Productions CI. A Columbia Sportswear Hugo Boss K-Swiss CI. A Polo Ralph Lauren CI. A Tandy Brands Accessories Van De Velde Weyco Group	35,000 34,600 19,200 110,000 6,200 16,900 40,000 307,992	\$ 864,500 2,376,328 1,260,072 3,116,300 608,282 213,954 2,072,943 8,294,225
		18,806,604
Collectibles - 0.2% Russ Berrie & Company <u>a</u>	150,000	2,794,500
Food/Beverage/Tobacco - 0.2% Hain Celestial Group ^{a,b} Hershey Creamery	37,800 709	1,025,892 1,559,800 — 2,585,692
Home Furnishing and Appliances - 0.5% Aaron Rents Ekornes Ethan Allen Interiors La-Z-Boy DRational	4,500 80,000 45,800 68,200 9,300	131,400 1,824,672 1,568,650 781,572 1,823,238
		6,129,532
Produest Company a,b Scholastic Corporation a,b	180,000 130,000	1,701,000 4,672,200
		6,373,200
Sports and Recreation - 0.7% Beneteau Coachmen Industries Monaco Coach Sturm, Ruger & Company a,b Thor Industries	12,000 47,700 166,650 272,900 26,100	1,634,534 460,782 2,391,427 4,235,408 1,178,154

		9,900,305
Other Consumer Products - 1.2% Blyth Burnham Holdings Cl. B Lazare Kaplan International a Leapfrog Enterprises a,b Matthews International Cl. A RC2 Corporation a Sally Beauty Holdings a,b	14,700 36,000 103,600 175,000 100,000 132,600 194,600	390,726 585,000 820,512 1,793,750 4,361,000 5,305,326 1,751,400
		15,007,714
Total (Cost \$36,850,760)		61,597,547
Consumer Services [] 5.6% Direct Marketing - 0.2% FTD Group Takkt	55,000 95,000	1,012,550 1,695,940 2,708,490
Leisure and Entertainment - 0.1%		2,700,430
Shuffle Master <u>a,b</u> Steiner Leisure <u>a,b</u>	15,000 2,100	249,000 103,152
		352,152

	SHARES	VALUE
Media and Broadcasting - 0.1%		
Cox Radio Cl. A a,b Discovery Holding Company	23,000	\$ 327,520
Cl. B <u>a</u>	56,100	1,293,105
		1,620,625
Restaurants and Lodgings - 0.9%		
Benihana Cl. A a,b	6,600	132,000
CEC Entertainment a	121,400	4,273,280
Morgans Hotel Group a,b Steak n Shake a	90,000 183,000	2,194,200 3,054,270
Tim Hortons	50,000	1,537,500
	20,000	
		11,191,250
Retail Stores - 1.7%		
America∏s Car-Mart <u>a,b</u>	90,400	1,228,536
Bulgari	200,000	3,223,916
CarMax a,b	82,000	2,091,000
Children S Place Retail Stores	13,670	705.919
Cost Plus a,b	80,500	682,640
Fred∏s Cl. A	50,000	669,000

Fielmann Gander Mountain a,b Hot Topic a,b Krispy Kreme Doughnuts a 99 Cents Only Stores a,b Stein Mart Tiffany & Co. Urban Outfitters a,b West Marine a Wet Seal (The) Cl. A a,b	20,000 53,300 29,000 85,000 95,000 142,800 75,000 27,000 131,100 162,000	1,266,828 604,955 315,230 787,100 1,245,450 1,750,728 3,979,500 648,810 1,803,936 973,620
		21,977,168
Other Consumer Services - 2.6% Corinthian Colleges a,b ITT Educational Services a Laureate Education a MoneyGram International Renaissance Learning Sotheby S Cl. A Travelcenters of America a,b	106,500 80,000 37,500 74,900 15,000 382,200 2,500	1,734,885 9,390,400 2,312,250 2,093,455 197,250 17,588,844 101,125
		33,418,209
Total (Cost \$41,745,500)		71,267,894
Diversified Investment Companies [] 0.1% Closed-End Funds - 0.1% Central Fund of Canada Cl. A Total (Cost \$589,526)	111,500	1,013,535
Financial Intermediaries [] 10.8% Banking - 3.2% Ameriana Bancorp BOK Financial Bank of N.T. Butterfield & Son CFS Bancorp Cadence Financial Commercial National Financial Farmers & Merchants Bank of Long Beach Hawthorn Bancshares	20,000 129,327 118,750 260,000 30,300 52,575	199,000 6,908,648 7,125,000 3,775,200 590,244 986,307 8,418,900

20 | 2007 Semiannual Report to Stockholders

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

June 30, 2007 (unaudited)

Financial Intermediaries	SHARES	VALUE
(continued) Banking (continued) Jefferson Bancshares Mechanics Bank Old Point Financial Partners Trust Financial Group Sun Bancorp a.b Tompkins Financial W Holding Company Whitney Holding Wilber Corporation Wilmington Trust Yadkin Valley Financial	32,226 200 20,000 100,000 46,305 17,545 44,700 40,500 31,700 31,000 3,800	\$ 380,589 3,900,000 510,600 1,050,000 781,165 656,183 118,008 1,219,050 293,225 1,286,810 69,730
		40,421,932
Insurance - 3.9% ACA Capital Holdings a.b. Alleghany Corporation a. Aspen Insurance Holdings Commerce Group Erie Indemnity Cl. A IPC Holdings Leucadia National Markel Corporation a.b. Montpelier Re Holdings NYMAGIC Ohio Casualty PXRE Group a. ProAssurance Corporation a.b. RLI Security Capital Assurance Wesco Financial White Mountains Insurance Group	50,000 11,318 64,000 89,000 139,900 27,000 84,940 7,200 66,000 85,200 68,502 166,551 38,070 99,724 30,000 4,750 9,000	595,000 4,600,767 1,796,480 3,090,080 7,560,196 871,830 2,994,135 3,488,832 1,223,640 3,425,040 2,966,822 772,797 2,119,357 5,579,558 926,100 1,828,750 5,454,180
Real Estate Investment Trusts - 0.4% Capstead Mortgage Gladstone Commercial Opteum Cl. A	181,100 34,700 897,500	1,756,670 680,120 2,441,200
		4,877,990
Securities Brokers - 1.0% Cowen Group <u>a</u>	32,000	573,120

Dundee Wealth Management Evercore Partners Cl. A First Albany Companies a,b Investment Technology Group	100,000 19,400 350,100	1,541,422 577,538 584,667			
Knight Capital Group Cl. A a,b Lazard Cl. A optionsXpress Holdings Shinko Securities	30,400 229,700 31,000 53,000 464,300	1,317,232 3,813,020 1,395,930 1,359,980 2,405,875			
		13,568,784			
Other Financial Intermediaries - 2.3%					
AP Alternative Assets L.P. JAFCO KKR Financial KKR Private Equity Investors	234,600 37,300 171,200	4,281,450 1,720,723 4,264,592			
LLP Kohlberg Capital MCG Capital MVC Capital	105,000 81,800 138,000 397,200	2,362,500 1,517,390 2,210,760 7,471,332			
MarketAxess Holdings <u>a</u>	67,000	1,205,330		SHARES	VALUE
			NGP Capital Resources RHJ International <u>a</u>	50,000 177,500	\$ 836,000 3,507,464
					29,377,541
			Total (Cost \$100,428,652)		137,539,811
			Financial Services [] 8.5% Information and Processing - 1.7%		
			eFunds Corporation a.b FactSet Research Systems Global Payments Interactive Data PRG-Schultz International a.b SEI Investments	126,875 35,350 68,500 134,300 14,420 282,400	4,477,419 2,416,172 2,716,025 3,596,554 229,278 8,200,896
					21,636,344
			Insurance Brokers - 1.2% Crawford & Company Cl. A a Crawford & Company Cl. B a EHealth a,b Enstar Group a,b Gallagher (Arthur J.) & Co. Hilb Rogal & Hobbs National Financial Partners	289,200 162,300 25,000 7,000 111,200 155,050 22,000	1,821,960 1,097,148 477,250 844,970 3,100,256 6,645,443 1,018,820
					15,005,847
			Investment Management - 5.1% ADDENDA Capital	150,900	3,208,529 29,009,679
				333,100	23,003,079

AllianceBernstein Holding L.P.		
BKF Capital Group ^a Calamos Asset Management	227,050	522,215
Cl. A Eaton Vance Federated Investors Cl. B GAMCO Investors Cl. A Nuveen Investments Cl. A SPARX Group	45,000 140,400 161,900 158,600 138,600 2,300	1,149,750 6,202,872 6,205,627 8,889,530 8,613,990 1,709,239
		65,511,431
Other Financial Services -		
0.5% AmeriCredit Corporation a.b. Centerline Holding Company Credit Acceptance a.b. Municipal Mortgage & Equity Ocwen Financial a.b. World Acceptance a.b.	18,870 59,600 86,601 40,300 50,000 21,700	500,998 1,072,800 2,323,505 982,514 666,500 927,241
		6,473,558
Total (Cost \$61,728,918)		108,627,180
Health [] 6.8% Commercial Services - 1.4% First Consulting Group a,b PAREXEL International a,b	560,900 313,700	5,328,550 13,194,222
		18,522,772
Drugs and Biotech - 1.6% Affymetrix a,b Antigenics a,b Biovail Corporation Endo Pharmaceuticals Holdings a Gene Logic a Genitope Corporation a,b	10,000 99,300 41,200 155,000 365,000 100,000	248,900 283,998 1,047,304 5,305,650 503,700 386,000
Human Genome Sciences $\frac{a,b}{c}$ K-V Pharmaceutical Cl. A $\frac{a,b}{c}$	90,000 51,500	802,800 1,402,860

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

2007 Semiannual Report to Stockholders | 21

Schedule of Investments

Health (continued)	SHARES	VALUE
Drugs and Biotech (continued) Medicines Company (The) a,b Millennium Pharmaceuticals a,b Mylan Laboratories Myriad Genetics a,b Origin Agritech a Perrigo Company Pharmanet Development Group a QLT a VIVUS a,b	20,000 100,000 52,200 50,000 3,500 191,950 10,000 114,070 163,300	\$ 352,400 1,057,000 949,518 1,859,500 28,875 3,758,381 318,800 844,118 854,059
Health Services - 1.4% Albany Molecular Research a Cross Country Healthcare Celipsys Corporation a,b Gentiva Health Services a HMS Holdings a,b HealthSouth Corporation a,b Lincare Holdings a,b MedQuist National Home Health Care On Assignment a,b Paramount Acquisition (Units) Res-Care a,b	85,000 30,000 20,000 30,150 50,000 200,000 52,562 73,893 20,000 375,400 280,000 65,460	20,003,863 1,262,250 500,400 396,000 604,809 957,000 3,622,000 2,094,596 673,165 252,000 4,024,288 1,976,800 1,383,824 17,747,132
Medical Products and Devices - 2.2% Allied Healthcare Products and Arrow International ArthroCare Corporation and ArthroCare Corporation Bruker BioSciences and Coloplast Cl. B CONMED Corporation and Industrial Invacare Corporation STERIS Corporation Young Innovations Zoll Medical and Devices - 2.2%	210,612 61,028 10,000 15,750 370,200 17,000 81,500 79,000 103,100 98,600 62,550 40,400	1,377,402 2,336,152 439,100 1,543,500 3,335,502 1,383,584 2,386,320 7,475,770 1,889,823 3,017,160 1,825,209 901,324

27,910,846

Personal Care - 0.2% 38,900 1,740,386 1,740,38						
Total (Cost \$57,167,473) 86,302,795	Nutraceutical International a					
16.6% Automotive - 0.6%			2,118,182			
16.6% Automotive - 0.6% ElringKlinger	Total (Cost \$57,167,473)		86,302,795			
Superior Industries 1,131,520 1,131,520 8,005,841	16.6% Automotive - 0.6% ElringKlinger Fuel Systems Solutions a,b LKQ Corporation a,b Quantam Fuel Systems	22,500 200,000	373,050 4,932,000			
Building Systems and Components - 1.0%	Superior Industries					
Simpson Manufacturing 6,022 218,900 230,800 \$ 8,461,992 13,078,608	international	52,000				
Components - 1.0% Decker Manufacturing 6,022 218,900 4,397,716 SHARES VALUE			8,005,841			
Construction Materials - 1.8%	Components - 1.0% Decker Manufacturing				CHAREC	VALUE
13,078,608 13,078,608 Construction Materials - 1.8% Ash Grove Cement Cl. B 50,518 12,124,320 Heywood Williams Group a 958,837 1,906,187 Synalloy Corporation 198,800 6,938,120 USG Corporation a.b 25,000 1,226,000 1,226,000 1,226,000 2,000 1,226,						
Construction Materials - 1.8%				Simpson Manufacturing	250,800	\$ 8,461,992
Ash Grove Cement Cl. B						13,078,608
Industrial Components - 1.3%				Ash Grove Cement Cl. B Heywood Williams Group a Synalloy Corporation	958,837 198,800	1,906,187 6,938,120
Barnes Group 20,000 633,600 C & D Technologies a 345,700 1,935,920 CLARCOR 83,500 3,125,405 Donaldson Company 92,800 3,299,040 GrafTech International a 64,790 1,091,064 PerkinElmer 135,000 3,518,100 Powell Industries a 92,400 2,934,624 II-VI a 13,500 366,795 Machinery - 5.2% A.S.V. a 5 14,800 255,744 Baldor Electric 62,900 3,099,712 Coherent a 5 243,500 7,429,185						22,194,627
Machinery - 5.2% A.S.V. a.b 14,800 255,744 Baldor Electric 62,900 3,099,712 Coherent a.b 243,500 7,429,185				Barnes Group C & D Technologies a CLARCOR Donaldson Company GrafTech International a,b PerkinElmer Powell Industries a,b	345,700 83,500 92,800 64,790 135,000 92,400	1,935,920 3,125,405 3,299,040 1,091,064 3,518,100 2,934,624
A.S.V. <u>a.b</u> 14,800 255,744 Baldor Electric 62,900 3,099,712 Coherent <u>a.b</u> 243,500 7,429,185						16,904,548
				A.S.V. a,b Baldor Electric Coherent a,b	62,900 243,500	3,099,712 7,429,185

Federal Signal Franklin Electric Graco Hardinge IDEX Corporation Intermec a,b Lincoln Electric Holdings Mueller Water Products Cl. A Nordson Corporation Pfeiffer Vacuum Technology Rofin-Sinar Technologies a,b Williams Controls a Woodward Governor	58,600 84,200 101,825 26,193 54,000 23,000 188,680 50,000 172,200 18,500 128,000 37,499 144,800	929,396 3,972,556 4,101,511 891,348 2,081,160 582,130 14,007,603 853,000 8,637,552 1,784,015 8,832,000 655,858 7,771,416
Metal Fabrication and Distribution - 1.8% Commercial Metals CompX International Cl. A Gerdau Ameristeel Kaydon Corporation NN Novamerican Steel a RBC Bearings a Reliance Steel & Aluminum	36,600 292,300 61,100 177,400 197,100 10,800 30,000 25,920	1,235,982 5,407,550 893,893 9,246,088 2,325,780 575,964 1,237,500 1,458,259
Paper and Packaging - 0.2% Mayr-Melnhof Karton Peak International <u>a</u>	8,100 408,400	1,843,747 1,155,772 ———————————————————————————————————
Specialty Chemicals and Materials - 1.4% Aceto Corporation American Vanguard Balchem Corporation Cabot Corporation Fuel Tech a.b Hawkins	78,410 26,666 16,875 163,500 10,000 206,878	726,861 381,857 306,619 7,795,680 342,500 3,196,265

22 | 2007 Semiannual Report to Stockholders

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

June 30, 2007 (unaudited)

Industrial Products	SHARES	VALUE
(continued) Specialty Chemicals and Materials (continued) Lydall a.b Schulman (A.) Sensient Technologies	35,500 143,100 22,000	\$ 518,655 3,481,623 558,580
Sensient reamining	22,000	17,308,640
Textiles - 0.1% Unifi <u>a,b</u>	145,100	380,162
Other Industrial Products - 3.2%		
Brady Corporation Cl. A Diebold	293,400 86,700	10,896,876 4,525,740
Distributed Energy Systems Kimball International Cl. B Maxwell Technologies a,b	32,000 286,180 21,500	41,600 4,009,382 305,730
Mettler-Toledo International Munters Myers Industries Peerless Manufacturing Peerless Manufacturing	28,700 100,000 30,499 297,200	2,741,137 1,571,821 674,333 6,131,236
Raven Industries Solar Integrated Technologies <u>a</u> Somfy Waters Corporation <u>a</u>	86,200 75,000 7,000 75,990	3,078,202 168,680 2,285,164 4,510,766
		40,940,667
Total (Cost \$103,760,088)		210,472,482
Industrial Services [] 11.0% Advertising and Publishing -		
1.0% Focus Media Holding ADR a.b Interpublic Group of	70,000	3,535,000
Companies a.b Lamar Advertising Cl. A MDC Partners Cl. A a ValueClick a.b	510,000 26,000 60,000 45,000	5,814,000 1,631,760 525,000 1,325,700
		12,831,460

Commercial Services - 3.2% Allied Waste Industries a Anacomp Cl. A a BB Holdings a Canadian Solar a.b Convergys Corporation a Copart a.b eResearch Technology a.b First Advantage Cl. A a.b Hewitt Associates Cl. A a.b Iron Mountain a.b Learning Tree International a.b MPS Group a Michael Page International New Horizons Worldwide a OneSource Services a Onex Corporation Spherion Corporation Spherion Corporation a.b TRC Companies a Viad Corporation Wright Express a.b	188,800 26,000 289,400 50,000 121,000 158,100 181,000 208,720 234,262 53,400 564,600 140,000 228,600 25,437 50,000 53,000 3,600 9,025 30,000	2,541,248 191,100 1,525,504 470,000 2,933,040 4,836,279 1,721,310 115,050 6,679,040 6,121,266 699,540 7,548,702 1,477,360 205,740 328,189 1,727,294 497,670 53,388 380,584 1,028,100			
Boskalis Westminster Dycom Industries a,b	40,200 35,500	1,605,599 1,064,290		SHARES	VALUE
			Fleetwood Enterprises <u>a</u> Insituform Technologies Cl. A	234,300	\$ 2,120,415
			a,b KBR <u>a</u>	137,000 115,000	2,987,970 3,016,450
					10,794,724
			Food and Tobacco Processors - 0.4% MGP Ingredients Performance Food Group a,b Seneca Foods Cl. A a Seneca Foods Cl. B a	127,400 10,000 80,000 13,251	2,153,060 324,900 2,081,600 353,802 4,913,362
			Industrial Distribution - 1.9% Central Steel & Wire MSC Industrial Direct Cl. A Ritchie Bros. Auctioneers	6,062 20,000 310,400	3,867,556 1,100,000 19,437,248
					24,404,804
			Printing - 0.1% Bowne & Co.	68,100	1,328,631

Transportation and Logistics - 3.0%		
Alexander & Baldwin Atlas Air Worldwide Holdings	60,000	3,186,600
a,b	17,000	1,001,980
C. H. Robinson Worldwide Forward Air	80,000 244,750	4,201,600 8,343,527
Frozen Food Express	244,730	
Industries Hub Group Cl. A ^{a,b}	286,635 174,400	2,906,479 6,131,904
Landstar System	11,200	540,400
Patriot Transportation Holding	80,300	6,962,010
UTI Worldwide Universal Truckload Services	105,000	2,812,950
a -	115,100	2,287,037
		38,374,487
Other Industrial Services -		
0.5% Landauer	117,900	5,806,575
	,	
Total (Cost \$73,843,574)		139,534,447
Natural Resources [] 9.6%		
Energy Services - 4.3% Atwood Oceanics a,b	29,400	2,017,428
Cal Dive International a,b	35,000	582,050
Carbo Ceramics	158,400	6,939,504
Core Laboratories a,b	10,000	1,016,900
Ensign Energy Services Environmental Power a,b	126,300 326,000	2,252,711 2,917,700
Global Industries ^a	54,500	1,461,690
Hanover Compressor a,b	208,000	4,960,800
Helmerich & Payne	80,600	2,854,852
Input/Output <u>a</u>	434,500	6,782,545
National Fuel Gas	47,500	2,057,225
TETRA Technologies a,b Universal Compression	68,000	1,917,600
Holdings a,b	221,300	16,037,611
Willbros Group a,b	103,800	3,080,784
		54,879,400
Oil and Gas - 2.3%		
Bill Barrett ^{a,b}	50,000	1,841,500
Carrizo Oil & Gas a,b	41,700	1,729,299
Cimarex Energy	193,990	7,645,146
Falcon Oil & Gas a	360,000	479,887
Helix Energy Solutions Group	34,226	1,365,960
Particle Drilling Technologies		
a 	61,500	135,300
Penn Virginia	32,880	1,321,776

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

2007 Semiannual Report to Stockholders | 23

Schedule of Investments

Natural Resources	SHARES	VALUE
(continued) Oil and Gas (continued) PetroCorp a.c SEACOR Holdings a.b Storm Cat Energy a.b W &T Offshore	61,400 147,000 330,800 25,000	\$ 0 13,723,920 377,112 699,750
		29,319,650
Precious Metals and Mining - 2.2% Agnico-Eagle Mines Centerra Gold a Constellation Copper a Etruscan Resources a Gammon Gold a Golden Star Resources a Hecla Mining a Label IAMGOLD Corporation International Coal Group a Label Ivanhoe Mines a	34,000 30,000 186,900 675,900 178,300 175,000 598,000 315,620 189,000 140,000 110,286 111,000 445,000 100,000 41,000 53,000 34,400 80,000	1,241,000 297,113 252,651 1,966,947 2,250,146 649,250 5,106,920 2,417,649 1,130,220 1,993,600 1,288,140 3,061,380 1,909,050 290,000 1,079,530 1,176,070 817,688 889,600
		27,816,954
Real Estate - 0.6% Alico Consolidated-Tomoka Land The St. Joe Company	27,000 13,564 98,900	1,646,730 939,850 4,583,026 7,169,606
Other Natural Resources -		
0.2% PICO Holdings <u>a</u>	50,200	2,171,652
Total (Cost \$67,078,639)		121,357,262

Technology [] 23.4%

Aerospace and Defense - 0.6%

Allied Defense Group (The) a,b Astronics Corporation a Axsys Technologies a Ducommun a Hexcel Corporation a,b Integral Systems	45,700 52,400 10,000 117,200 47,500 49,800	351,433 1,670,512 213,900 3,015,556 1,000,825 1,210,638 7,462,864
Components and Systems - 5.6% Analogic Corporation Belden CDT Checkpoint Systems <u>a</u> Dionex Corporation <u>a</u>	40,135 57,800 56,060 81,000	2,950,324 3,199,230 1,415,515 5,750,190
Electronics for Imaging a Energy Conversion Devices	25,000	705,500
Excel Technology a Hutchinson Technology a.b Imation Corporation InFocus Corporation KEMET Corporation Methode Electronics	105,500 168,500 47,500 15,700 228,100 95,600 50,000	3,251,510 4,707,890 893,475 578,702 508,663 673,980 782,500
	-	· ·

SHARES	VALUE
592,200 40,000 397,400 325,700 32,500 116,700 221,400 311,200 159,680 186,000 76,525	\$ 9,167,256 252,000 3,930,286 7,487,843 430,300 1,079,475 2,878,200 8,922,104 5,387,603 2,942,520 2,964,578
	70,859,644
165,125 61,795 208,200 1,070,100 86,500	3,715,313 4,647,602 4,709,484 3,937,968 3,326,790
	20,337,157
87,200 1,535,000 155,400 68,500 10,000 55,200	525,816 2,993,250 1,272,726 1,671,400 120,600 412,344
	592,200 40,000 397,400 325,700 116,700 221,400 311,200 159,680 186,000 76,525 165,125 61,795 208,200 1,070,100 86,500 155,400 68,500 10,000

Internap Network Services a,b j2 Global Communications a,b Jupitermedia Corporation a,b Lionbridge Technologies a RealNetworks a,b SupportSoft a	144,890 43,420 500,000 37,500 245,400 220,000	2,089,314 1,515,358 3,640,000 220,875 2,004,918 1,201,200
		17,667,801
IT Services - 4.3% Alten a answerthink a BearingPoint a,b Black Box CACI International Cl. A a,b CIBER a,b Cogent Communications Group a,b Computer Task Group a Covansys Corporation a,b Diamond Management & Technology Consultants Forrester Research a Gartner a MAXIMUS Perot Systems Cl. A a,b Sapient Corporation a,b Syntel TriZetto Group (The) a,b	52,000 655,000 788,800 47,000 10,000 10,000 204,200 101,100 188,900 80,400 40,300 126,000 127,900 165,100 806,602 152,679 215,200	2,049,447 2,371,100 5,766,128 1,944,860 488,500 81,800 6,099,454 451,917 6,409,377 1,061,280 1,133,639 3,098,340 5,548,302 2,813,304 6,235,033 4,639,915 4,166,272
Semiconductors and Equipment - 3.7%	125.000	
Axcelis Technologies a,b BE Semiconductor Industries a,b Brooks Automation a,b Cabot Microelectronics a	135,000 58,000 28,500 131,200	876,150 377,000 517,275 4,656,288

24 | 2007 Semiannual Report to Stockholders

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

June 30, 2007 (unaudited)

	SHARES	VALUE
Technology (continued)		
Semiconductors and		
Equipment (continued)	21.666	¢ 260.161
CEVA <u>a</u> Cognex Corporation	31,666 197,700	\$ 269,161 4,450,227
DSP Group ^{a,b}	115,000	2,354,050
DTS a,b	64,100	1,395,457
Diodes a,b	167,900	7,013,183
Dolby Laboratories Cl. A <u>a</u>	148,900	5,272,549
Exar Corporation a,b	231,976	3,108,478
Fairchild Semiconductor		
International a,b	51,200	989,184
Himax Technologies ADR a	100,000	577,000
International Rectifier a,b	120,000	4,471,200
Intevac <u>a,b</u> Jazz Technologies (Units) <u>a</u>	57,450 600,000	1,221,387 2,760,000
Kulicke & Soffa Industries a,b	105,800	1,107,726
Novellus Systems a,b	12,000	340,440
Pericom Semiconductor a,b	58,000	647,280
Power Integrations <u>a</u>	49,000	1,274,000
Sanmina-SCI Corporation a,b	200,000	626,000
Semitool <u>a,b</u>	50,000	480,500
Staktek Holdings <u>a</u>	184,700	725,871
Veeco Instruments a,b	65,000	1,348,100
Vimicro International ADR a,b	160,000	928,000
		47,786,506
Software - 3.6%		
Advent Software a,b	116,800	3,801,840
ANSYS a,b	100,000	2,650,000
Aspen Technology <u>a</u>	27,100	379,400
Avid Technology a,b	50,000	1,767,500
BEA Systems ^a	65,610	898,201
Borland Software a,b Epicor Software a,b	280,000 79,900	1,663,200 1,188,113
iPass a,b	268,400	1,454,728
JDA Software Group a,b	99,900	1,961,037
MSC.Software a	70,000	947,800
ManTech International Cl. A	,,,,,,	,
a,b	119,400	3,681,102
NAVTEQ Corporation a,b	70,000	2,963,800
Net 1 UEPS Technologies a,b	50,000	1,207,500
PLATO Learning a	149,642	688,353
Progress Software a,b	30,500	969,595
SPSS ^a	179,600	7,927,544
Sybase <u>a</u> THQ <u>a,b</u>	82,600 20,000	1,973,314 610,400
Transaction Systems	20,000	010,400
Architects Cl. A a	228,150	7,679,529
-	,	,

Verint Systems a,b	40,000	1,224,000			
		45,636,956			
Telecommunications - 2.6% Adaptec a,b ADTRAN Catapult Communications a,b Covad Communications Group a,b Foundry Networks a Globalstar a,b Globecomm Systems a Golden Telecom a IDT Corporation IDT Corporation Cl. B b Level 3 Communications a,b	2,584,100 65,000 87,100 35,000 373,400 50,000 233,700 40,000 108,400 65,000 401,341	9,845,421 1,688,050 864,032 31,500 6,220,844 517,500 3,416,694 2,200,400 1,089,420 670,800 2,347,845		SHARES	VALUE
			NMS Communications <u>a,b</u> Orbcomm <u>a,b</u> Sycamore Networks <u>a,b</u> Tandberg	300,000 30,000 171,000 70,500	\$ 516,000 492,300 687,420 1,587,070
			Tollgrade Communications <u>a</u> USA Mobility	20,000 37,500	211,000 1,003,500
					33,389,796
			Total (Cost \$206,468,593)		297,499,392
			Utilities [] 0.2% CH Energy Group Southern Union	44,500 11,576	2,001,165 377,262
			Total (Cost \$2,127,413)		2,378,427
			Miscellaneous d ☐ 2.2% Total (Cost \$26,852,585)		27,740,047
			TOTAL COMMON STOCKS (Cost \$778,641,721)		1,265,330,819
			PREFERRED STOCKS [] 0.1% Aristotle Corporation 11.00% Conv. Seneca Foods Conv. a.c	4,800 85,000	40,080 1,990,530
			TOTAL PREFERRED STOCKS (Cost \$1,310,255)		2,030,610

PRINCIPAL AMOUNT

CORPORATE BONDS []

0.1%

Dixie Group 7.00% Conv. Sub. Deb. due

5/15/12 \$352,000 337,920

TOTAL CORPORATE BONDS

(Cost \$293,507) 337,920

REPURCHASE AGREEMENTS ☐ 17.0%

State Street Bank & Trust Company, 5.10% dated 6/29/07, due 7/2/07, maturity value \$71,123,215 (collateralized by obligations of various U.S. Government

Agencies, valued at \$72,870,420) (Cost \$71,093,000) 71,093,000

Lehman Brothers (Tri-Party), 5.05% dated 6/29/07, due 7/2/07, maturity value \$145,061,021 (collateralized by obligations of various U.S. Government Agencies, valued at \$147,966,873)

145,000,000

TOTAL REPURCHASE AGREEMENTS

(Cost \$145,000,000)

(Cost \$216,093,000) 216,093,000

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

2007 Semiannual Report to Stockholders | 25

June 30, 2007 (unaudited)

Schedule of Investments

COLLATERAL RECEIVED FOR SECURITIES LOANED [] 9.6% Money Market Funds	VALUE
State Street Navigator Securities Lending Prime Portfolio (7 day yield-5.27%)	\$ 122,173,543
(Cost \$122,173,543)	122,173,543
TOTAL INVESTMENTS [] 126.4 % (Cost \$1,118,512,026)	1,605,965,892
LIABILITIES LESS CASH AND OTHER ASSETS [] (9.1)%	(116,029,775)
PREFERRED STOCK [] (17.3)%	(220,000,000)
NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS 100.0%	\$1,269,936,117

- ^a Non-income producing.
- b All or a portion of these securities were on loan at June 30, 2007. Total market value of loaned securities at June 30, 2007 was \$118.693,269.
- Securities for which market quotations are no longer readily available represent 0.2% of net assets. These securities have been valued at their fair value under procedures established by the Fund

 ß Board of Directors.
- d Includes securities first acquired in 2007 and less than 1% of net assets applicable to Common Stockholders.
- New additions in 2007.

Bold indicates the Fund slargest 20 equity holdings in terms of June 30, 2007 market value.

INCOME TAX INFORMATION: The cost of total investments for Federal income tax purposes was \$1,119,700,514. At June 30, 2007, net unrealized appreciation for all securities was \$486,265,378, consisting of aggregate gross unrealized appreciation of \$527,222,556 and aggregate gross unrealized depreciation of \$40,957,178. The primary difference in book and tax basis cost is the timing of the recognition of losses on securities sold.

26 | 2007 Semiannual Report to Stockholders

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

June 30, 2007 (unaudited)

Statement of Assets and Liabilities

Investments at value (including collateral on loaned securities)* Repurchase agreements (at cost and value) Receivable for investments sold Receivable for dividends and interest Prepaid expenses and other assets	\$:	1,389,872,892 216,093,000 9,790,553 768,978 185,210
Total Assets		1,616,710,633
LIABILITIES: Payable for collateral on loaned securities Payable to custodian for cash overdrawn and foreign currency Payable for investments purchased Payable for investment advisory fee Preferred dividends accrued but not yet declared Accrued expenses		122,173,543 369,622 2,209,377 1,412,077 288,454 321,443
Total Liabilities		126,774,516
PREFERRED STOCK: 5.90% Cumulative Preferred Stock - \$0.001 par value, \$25 liquidation value per share; 8,800, shares outstanding	000	220,000,000
Total Preferred Stock		220,000,000
NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS	\$ 7	1,269,936,117
ANALYSIS OF NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS: Common Stock paid-in capital - \$0.001 par value per share; 58,497,690 shares outstanding (150,000,000 shares authorized) Undistributed net investment income (loss) Accumulated net realized gain (loss) on investments and foreign currency Net unrealized appreciation (depreciation) on investments and foreign currency Preferred dividends accrued but not yet declared	\$	741,443,771 1,839,388 98,366,907 487,454,293 (59,168,242)
Net Assets applicable to Common Stockholders (net asset value per share - \$21.71)	\$ [1,269,936,117
* Investments at identified cost (including \$122,173,543 of collateral on loaned securities) Market value of loaned securities	\$	902,419,026 118,693,269
THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.		iannual Report to tockholders 27

Six Months Ended June 30, 2007 (unaudited)

Statement of Operations

INVESTMENT INCOME: Income: Dividends* Non-Affiliates Affiliated Companies Interest Securities lending	\$	6,154,391 51,750 4,614,393 229,921
Total income		11,050,455
Expenses: Investment advisory fees Stockholder reports Custody and transfer agent fees Directors fees Administrative and office facilities expenses Professional fees Other expenses		7,095,425 200,162 98,289 65,041 57,037 27,189 121,067
Total expenses Compensating balance credits		7,664,210 (58,427)
Net expenses		7,605,783
Net investment income (loss)		3,444,672
REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCY: Net realized gain (loss) on investments and foreign currency Non-Affiliates Affiliated Companies Net change in unrealized appreciation (depreciation) on investments and foreign currency		79,703,578 5,317,318 33,514,490
Net realized and unrealized gain (loss) on investments and foreign currency		118,535,386
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM INVESTMENT OPERATIONS	i	121,980,058
DISTRIBUTIONS TO PREFERRED STOCKHOLDERS		(6,490,000)
NET INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS RESULTING FROM INVESTMENT OPERATIONS * Net of foreign withholding tax of \$187,777.	\$ [115,490,058

28 | 2007 Semiannual Report to Stockholders

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

Statement of Changes in Net Assets

	Six months ended 6/30/07 (unaudited)	Year ended 12/31/06		
INVESTMENT OPERATIONS: Net investment income (loss) Net realized gain (loss) on investments and foreign currency Net change in unrealized appreciation (depreciation) on	\$ 3,444,672 85,020,896	\$ 6,996,692 110,169,442		
investments and foreign currency	33,514,490	93,033,099		
Net increase (decrease) in net assets resulting from investment operations	121,980,058	210,199,233		
DISTRIBUTIONS TO PREFERRED STOCKHOLDERS: Net investment income Net realized gain on investments and foreign currency Quarterly distributions*	[] [] (6,490,000)	(1,020,228) (11,959,772)		
Total distributions to Preferred Stockholders	(6,490,000)	(12,980,000)		
NET INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS RESULTING FROM INVESTMENT OPERATIONS	115,490,058	197,219,233		
DISTRIBUTIONS TO COMMON STOCKHOLDERS: Net investment income Net realized gain on investments and foreign currency Quarterly distributions*	[] [] (52,389,793)	(7,788,658) (91,303,684)		
Total distributions to Common Stockholders	(52,389,793)	(99,092,342)		
CAPITAL STOCK TRANSACTIONS: Reinvestment of distributions to Common Stockholders	26,408,289	50,180,586		
Total capital stock transactions	26,408,289	50,180,586		
NET INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS	89,508,554	148,307,477		
NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS: Beginning of period	1,180,427,563	1,032,120,086		
End of period (including undistributed net investment income (loss) of \$1,839,388 at 6/30/07 and \$(1,605,284) at 12/31/06)	\$1,269,936,117	\$1,180,427,563		

^{*}To be allocated to net investment income and capital gains at year end.

2007 Semiannual Report to Stockholders | 29

Financial Highlights

This table is presented to show selected data for a share of Common Stock outstanding throughout each period, and to assist stockholders in evaluating the Fund period performance for the periods presented.

	Six months ended June 30, 2007 (unaudited)	ended Years ended December 31, June 30,				
		2006	2005	2004	2003	2002
NET ASSET VALUE, BEGINNING OF PERIOD	\$20.62	\$18.87	\$18.95	\$17.03	\$13.22	\$17.31
INVESTMENT OPERATIONS: Net investment income (loss) Net realized and unrealized gain (loss) on investments	0.06	0.13	0.01	(0.08)	(0.05)	(0.02)
and foreign currency	2.04	3.63	1.75	3.81	5.64	(2.25)
Total investment operations	2.10	3.76	1.76			