

Rydex Variable Trust Annual Report

Domestic Equity Funds

S&P 500[®] Pure Growth Fund
S&P 500[®] Pure Value Fund
S&P MidCap 400[®] Pure Growth Fund
S&P MidCap 400[®] Pure Value Fund
S&P SmallCap 600[®] Pure Growth Fund
S&P SmallCap 600[®] Pure Value Fund

International Equity Funds

Europe 1.25x Strategy Fund
Japan 2x Strategy Fund

Specialty Funds

Strengthening Dollar 2x Strategy Fund
Weakening Dollar 2x Strategy Fund

Beginning on January 1, 2021, paper copies of the Funds' annual and semi-annual shareholder reports will no longer be sent by mail, unless you specifically request paper copies of the reports from a Fund or from your financial intermediary. Instead, the reports will be made available on a website, and you will be notified by mail each time a report is posted and provided with a website link to access the report.

If you already elected to receive shareholder reports electronically, you will not be affected by this change, and you need not take any action. At any time, you may elect to receive reports and other communications from a Fund electronically by calling 800.820.0888, going to GuggenheimInvestments.com/myaccount, or by contacting your financial intermediary.

You may elect to receive all future shareholder reports in paper free of charge. If you hold shares of a Fund directly, you can inform a Fund that you wish to receive paper copies of reports by calling 800.820.0888. If you hold shares of a Fund through a financial intermediary, please contact the financial intermediary to make this election. Your election to receive reports in paper will apply to all Guggenheim Funds in which you are invested and may apply to all funds held with your financial intermediary.

This report and the financial statements contained herein are submitted for the general information of our shareholders. The report is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

Distributed by Guggenheim Funds Distributors, LLC.

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Dear Shareholder:

Security Investors, LLC (the “Investment Adviser”) is pleased to present the annual shareholder report for ten funds that are part of the Rydex Variable Trust (the “Funds”). This report covers performance of the Funds for the annual period ended December 31, 2018.

The Investment Adviser is a part of Guggenheim Investments, which represents the investment management businesses of Guggenheim Partners, LLC (“Guggenheim”), a global, diversified financial services firm.

Guggenheim Funds Distributors, LLC is the distributor of the Funds. Guggenheim Funds Distributors, LLC is affiliated with Guggenheim and the Investment Adviser.

We encourage you to read the Economic and Market Overview section of the report, which follows this letter, and then the Performance Report and Fund Profile for each Fund.

We are committed to providing innovative investment solutions and appreciate the trust you place in us.

Sincerely,

Security Investors, LLC

January 31, 2019

Read a prospectus and summary prospectus (if available) carefully before investing. It contains the investment objectives, risks, charges, expenses and other information, which should be considered carefully before investing. Obtain a prospectus and summary prospectus (if available) at guggenheiminvestments.com or call 800.820.0888.

This material is not intended as a recommendation or as investment advice of any kind, including in connection with rollovers, transfers, and distributions. Such material is not provided in a fiduciary capacity, may not be relied upon for or in connection with the making of investment decisions, and does not constitute a solicitation of an offer to buy or sell securities. All content has been provided for informational or educational purposes only and is not intended to be and should not be construed as legal or tax advice and/or a legal opinion. Always consult a financial, tax and/or legal professional regarding your specific situation.

Inverse and leveraged Funds are not suitable for all investors. • These Funds should be utilized only by investors who (a) understand the risks associated with the use of leverage, (b) understand the consequences of seeking daily leveraged investment results, (c) understand the risk of shorting, and (d) intend to actively monitor and manage their investments. • The more a Fund invests in leveraged instruments, the more the leverage will magnify any gains or losses on those investments. • Inverse Funds involve certain risks, which include increased volatility due to the Funds' possible use of short sales of securities and derivatives, such as options and futures. • The Funds' use of derivatives, such as futures, options, and swap agreements, may expose the Funds' shareholders to additional risks that they would not be subject to if they invested directly in the securities underlying those derivatives. • Short-selling involves increased risks and costs. You risk paying more for a security than you received from its sale. • Leveraged and inverse Funds seek to provide investment results that match the performance of a specific benchmark, before fees and expenses, on a daily basis. Because the Funds seek to track the performance of their benchmark on a daily basis, mathematical compounding, especially with respect to those Funds that use leverage as part of their investment strategy, may prevent a Fund from correlating with the monthly, quarterly, annual, or other period performance of its benchmark. **Due to the compounding of daily returns, leveraged and inverse Funds' returns over periods other than one day will likely differ in amount and possibly direction from the benchmark return for the same period.** For those Funds that consistently apply leverage, the value of the Fund's shares will tend to increase or decrease more than the value of any increase or decrease in its benchmark index. The Funds rebalance their portfolios on a daily basis, increasing exposure in response to that day's gains or reducing exposure in response to that day's losses. Daily rebalancing will impair a Fund's performance if the benchmark experiences volatility. **Investors should monitor their leveraged and inverse Funds' holdings consistent with their strategies, as frequently as daily.** • For more on these and other risks, please read the prospectus.

Pure Style Funds may not be suitable for all investors. • The Funds are subject to the risk that large, medium and small-capitalization stocks may under-perform other segments of the equity market or the equity market as a whole • Value stocks are subject to the risk that the intrinsic value of the stock may never be realized by the market or that the price goes down. Growth stocks typically invest a high portion of their earnings back into their business and may lack the dividend yield that could cushion their decline in a market downturn. Growth stocks may be more volatile than other stocks because they are more sensitive to investor perceptions regarding the growth potential of the issuing company. • The Funds are subject to the risk that unanticipated early closings of securities exchanges and other financial markets may result in the Funds' inability to buy or sell securities or other financial instruments on that day. In certain circumstances, it may be difficult for the Funds to purchase and sell particular investments within a reasonable time at a fair price. • Unlike many investment companies, the Funds are not actively “managed.” This means that based on market and economic conditions, the Funds' performance could be lower than other types of funds that may actively shift their portfolio assets to take advantage of market opportunities or to lessen the impact of a market decline • The Funds are subject to active trading and tracking error risks, which may increase volatility, impact the Funds' ability to achieve its investment objective and may decrease the Fund's performance. • These Funds are considered non-diversified and can invest a greater portion of its assets in securities of individual issuers than a diversified fund. As a result, changes in the market value of a single security could cause greater fluctuations in the

value of Fund shares than would occur in a more diversified fund. • Securities are not deposits or obligations of any bank, are not guaranteed by any bank, are not insured by the FDIC or any other agency, and involve investment risks, including the possible loss of the principal amount invested. • Please read the prospectus for more detailed information regarding these and other risks.

Strengthening Dollar 2x Strategy Fund is subject to a number of risks and may not be suitable for all investors. • The Fund's use of derivatives such as futures, options and swap agreements may expose the fund to additional risks that it would not be subject to if it invested directly in the securities underlying those derivatives. • The Fund's indirect and direct exposure to foreign currencies subjects the fund to the risk that those currencies will appreciate in value relative to the U.S. dollar. • The more the Fund invests in leveraged instruments, the more the leverage will magnify any gains or losses on those investments. These risks may cause the Fund to experience higher losses and/or volatility than a Fund that does not invest in derivatives, use leverage or have exposure to foreign currencies. • Also, the Fund is subject to active trading and tracking error risks that may increase volatility, decrease performance and impact the Fund's ability to achieve its investment objective. • Please read the prospectus for more detailed information regarding these and other risks.

Weakening Dollar 2x Strategy Fund is subject to a number of risks and may not be suitable for all investors. • The Fund's use of derivatives such as futures, options and swap agreements may expose the fund to additional risks that it would not be subject to if it invested directly in the securities underlying those derivatives. • The Fund's indirect and direct exposure to foreign currencies subjects the Fund to the risk that those currencies will decline in value relative to the U.S. dollar, or, in the case of short positions, that the US dollar will decline in value relative to the currency being hedged. • The more the Fund invests in leveraged instruments, the more the leverage will magnify any gains or losses on those investments. These risks may cause the Fund to experience higher losses and/or volatility than a fund that does not invest in derivatives, use leverage or have exposure to foreign currencies. • Also, the Fund is subject to active trading and tracking error risks that may increase volatility, decrease performance and impact the Fund's ability to achieve its investment objective. • Please read the prospectus for more detailed information regarding these and other risks.

U.S. economic data has been broadly strong, but there is already evidence that certain sectors are losing steam. Consumers are becoming less positive on purchases of homes, autos, and appliances, citing rising rates as a major reason. Growth in nonresidential fixed investment is also slowing, reflecting a combination of higher borrowing costs and tariff uncertainty.

With three major pillars of the economy showing signs of weakness, a broad-based slowdown in real U.S. gross domestic product ("GDP") growth to below 2% year over year by the fourth quarter of 2019 is possible. Global growth momentum has weakened over the last 12 months, and the souring picture for the global economy collided with rising production from U.S. oil producers to drive a 38% decline in oil prices in the fourth quarter. Subsequently, inflation expectations collapsed, and rate hikes priced for 2019 in the fed funds futures market evaporated.

A key bright spot in late 2018 was the U.S. labor market. The unemployment rate remained below 4.0%, near 50-year lows. Non-farm payrolls increased nearly twice as fast as expected, while average hourly earnings increased at 3.3% year over year, the fastest growth in wages since 2009. With above-potential GDP growth likely to cause job gains to run above labor force growth, unemployment could fall further in 2019, leading to an acceleration of wage growth.

With an eye on the labor market, but cognizant of softening inflation, the U.S. Federal Reserve (the "Fed") proceeded to raise the fed funds target to 2.25–2.50% in December 2018. The Fed added to its December statement that it would monitor global economic and financial developments, but in the press conference, Fed Chair Powell failed to convey flexibility on both interest rate and balance sheet policy should conditions deteriorate further. Markets sold off further in the days following the Fed decision.

Easing inflationary pressures against a very tight labor market present a conundrum to the Fed as policymakers walk a tightrope managing policy around the Fed's dual mandate of price stability and full employment. Ultimately, the Fed may be forced to pause in early 2019 to monitor economic data in order to avoid inflicting further pain. With real GDP growth running above potential, unemployment below full employment and falling, and core inflation near the 2% target, the 2019 data should be solid enough for the Fed to deliver another hike in the second half of the year.

For the 12 months ended December 31, 2018, the Standard & Poor's 500® ("S&P 500®") Index* generated a total return of -4.38%. After two years of strong appreciation in 2016 and 2017, equities were choppy, including a nearly 20% drawdown from early October to December 24th, as markets contended with the ramifications of a trade uncertainty with China, a government shutdown, and the prospects of a new direction in monetary policy.

A pause in monetary policy tightening may grant a short-lived reprieve to debtors at risk of caving under pressure from rising borrowing costs. Credit conditions would appear benign if the Fed seemingly saves the day by staying on hold. We believe any pause would only allow excesses to become more pronounced and afford risk assets one more rally. This rally may be the last opportunity to sell into strength before the Fed resumes raising interest rates, which may push the U.S. into an economic recession in 2020.

For the 12 months ended December 31, 2018, the MSCI Europe-Australasia-Far East ("EAFE") Index* returned -13.79%. The return of the MSCI Emerging Markets Index* was -14.58%.

In the bond market, the Bloomberg Barclays U.S. Aggregate Bond Index* posted a 0.01% return for the period, while the Bloomberg Barclays U.S. Corporate High Yield Index* returned -2.08%. The return of the ICE Bank of America ("BofA") Merrill Lynch 3-Month U.S. Treasury Bill Index* was 1.87% for the 12-month period.

The opinions and forecasts expressed may not actually come to pass. This information is subject to change at any time, based on market and other conditions, and should not be construed as a recommendation of any specific security or strategy.

***Index Definitions:**

The following indices are referenced throughout this report. Indices are unmanaged and not available for direct investment. Index performance does not reflect transaction costs, fees, or expenses.

Bloomberg Barclays U.S. Aggregate Bond Index is a broad-based flagship benchmark that measures the investment grade, U.S. dollar-denominated, fixed-rate taxable bond market, including U.S. Treasuries, government-related and corporate securities, mortgage-backed securities or "MBS" (agency fixed-rate and hybrid adjustable-rate mortgage, or "ARM", pass-throughs), asset-backed securities ("ABS"), and commercial mortgage-backed securities ("CMBS") (agency and non-agency).

Bloomberg Barclays U.S. Corporate High Yield Index measures the U.S. dollar-denominated, high yield, fixed-rate corporate bond market. Securities are classified as high yield if the middle rating of Moody's, Fitch, and S&P is Ba1/BB +/BB + or below.

ICE BofA Merrill Lynch 3-Month U.S. Treasury Bill Index is an unmanaged market Index of U.S. Treasury securities maturing in 90 days that assumes reinvestment of all income.

MSCI EAFE Index is a free float-adjusted market capitalization index that is designed to measure the equity market performance of developed markets, excluding the U.S. & Canada.

MSCI Emerging Markets Index is a free float-adjusted market capitalization weighted index that is designed to measure equity market performance in the global emerging markets.

Nikkei-225 Stock Average Index is a price-weighted index comprised of Japan's top 225 blue-chip companies on the Tokyo Stock Exchange.

S&P 500® is a broad-based index, the performance of which is based on the performance of 500 widely held common stocks chosen for market size, liquidity, and industry group representation.

S&P 500® Pure Growth Index is narrow in focus, containing only those S&P 500 Index companies with strong growth characteristics as selected by S&P. The S&P 500 Index is a capitalization-weighted index covering 500 industrial, utility, transportation and financial companies of the U.S. markets (mostly NYSE Euronext issues).

S&P 500® Pure Value Index is narrow in focus, containing only those S&P 500 Index companies with strong value characteristics as selected by S&P. The S&P 500 Index is a capitalization-weighted index covering 500 industrial, utility, transportation and financial companies of the U.S. markets (mostly NYSE Euronext issues).

S&P MidCap 400® Pure Growth Index is narrow in focus, containing only those S&P MidCap 400 Index companies with strong growth characteristics as selected by S&P. The S&P MidCap 400 Index measures the performance of the mid-capitalization sector of the U.S. equity market.

S&P MidCap 400® Pure Value Index is narrow in focus, containing only those S&P MidCap 400 Index companies with strong value characteristics as selected by S&P. The S&P MidCap 400 Index measures the performance of the mid-capitalization sector of the U.S. equity market.

S&P SmallCap 600® Pure Growth Index is narrow in focus, containing only those S&P SmallCap 600 Index companies with strong growth characteristics as selected by S&P. The S&P SmallCap 600 Index measures the performance of the small-capitalization sector of the U.S. equity market.

S&P SmallCap 600® Pure Value Index is narrow in focus, containing only those S&P SmallCap 600 Index companies with strong value characteristics as selected by S&P. The S&P SmallCap 600 Index measures the performance of the small-capitalization sector of the U.S. equity market.

STOXX Europe 50® Index provides a blue-chip representation of supersector leaders in the eurozone. The index covers 50 stocks from 12 eurozone countries: Austria, Belgium, Finland, France, Germany, Greece, Ireland, Italy, Luxembourg, the Netherlands, Portugal and Spain.

USD or U.S. Dollar Index® (USDx) is an index that determines the relative value of the United States dollar to a basket of foreign currencies. This formulated "basket" of currencies comprises the weighting of six other currencies as follows: Euro (EUR), 57.6% + Japanese Yen (JPY), 13.6% + Pound Sterling (GBP), 11.9% + Canadian Dollar (CAD), 9.1% + Swedish Krona (SEK), 4.2% + Swiss Franc (CHF) 3.6%.

Many of the Funds described in this report are benchmarked daily to leveraged and/or inverse leveraged versions of published indices. To properly evaluate the performance of these funds, it is essential to understand the effect of mathematical compounding on their respective returns.

Because of the nonlinear effects of leverage applied over time, it is possible for a fund to perform in-line with its benchmark for several individual periods in a row, yet seem to trail the benchmark over the entire period on a cumulative basis. It is also possible that a fund that performs in-line with its benchmark on a daily basis may seem to outperform its benchmark over longer periods.

An Example of Compounding

For example, consider a hypothetical fund that is designed to produce returns that correspond to 150% of an index. On the first day of a period, the index rises from a level of 100 to a level of 106, producing a 6.0% gain and an expectation that the fund will rise by 9.0%. On the same day, the fund's net asset value per share ("NAV") increases from \$10.00 to \$10.90 for a gain of 9.0% — in line with its benchmark.

On day two, assume the index falls from 106 to 99 for a loss of about 6.6%. The fund, as expected, falls 9.9% to a price of \$9.82. On each day, the fund performed exactly in line with its benchmark, but for the two-day period, the fund was down 1.8%, while the index was down only 1.0%. Without taking into account the daily compounding of returns, one would expect the fund to lose 1.5% and would see the fund as trailing by 0.3% when in fact it had performed perfectly. This example is summarized in the table below.

	Index Level	Index Performance	Fund Expectation	Fund NAV	Fund Performance	Assessment
Start	100			\$10.00		
Day 1	106	6.0%	9.0%	\$10.90	9.0%	In line
Day 2	99	-6.6%	-9.9%	\$ 9.82	-9.9%	In line
Cumulative		-1.0%	-1.5%		-1.8%	-0.3%

As illustrated by this simple example, the effect of leverage can make it difficult to form expectations or judgments about fund performance given only the returns of the unleveraged index.

Because certain funds seek to track the performance of their benchmark on a daily basis, mathematical compounding, especially with respect to those funds that use leverage as part of their investment strategy, may prevent a fund from correlating with the monthly, quarterly, annual or other period performance of its benchmark. Due to the compounding of daily returns, leveraged and inverse funds' returns over periods other than one day will likely differ in amount and possibly direction from the benchmark return for the same period. Investors should monitor their leveraged and inverse funds' holdings to ensure that they are consistent with their strategies, as frequently as daily. For those funds that consistently apply leverage, the value of the fund's shares will tend to increase or decrease more than the value of any increase or decrease in its benchmark index. For more on correlation, leverage and other risks, please read the prospectus.

In general, any change in direction in an index will produce compounding that seems to work against an investor. Were the index to move in the same direction (either up or down) for two or more periods in a row, the compounding of those returns would work in an investor's favor, causing the fund to seemingly beat its benchmark.

As a general rule of thumb, more leverage in a fund will magnify the compounding effect, while less leverage will generally produce results that are more in line with expectations. In addition, periods of high volatility in an underlying index will also cause the effects of compounding to be more pronounced, while lower volatility will produce a more muted effect.

All mutual funds have operating expenses, and it is important for our shareholders to understand the impact of costs on their investments. Shareholders of a fund incur two types of costs: (i) transaction costs, including sales charges (loads) on purchase payments, reinvested dividends, other distributions, and exchange fees, and (ii) ongoing costs, including management fees, administrative services, and shareholder reports, among others. These ongoing costs, or operating expenses, are deducted from a fund's gross income and reduce the investment return of the fund.

A fund's expenses are expressed as a percentage of its average net assets, which is known as the expense ratio. The following examples are intended to help investors understand the ongoing costs (in dollars) of investing in a fund and to compare these costs with the ongoing costs of investing in other mutual funds.

The examples are based on an investment of \$1,000 made at the beginning of the period and held for the entire six-month period beginning June 30, 2018 and ending December 31, 2018.

The following tables illustrate the Funds' costs in two ways:

Table 1. Based on actual Fund return: This section helps investors estimate the actual expenses paid over the period. The "Ending Account Value" shown is derived from the Fund's actual return, and the fifth column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the Fund. Investors may use the information here, together with the amount invested, to estimate the expenses paid over the period. Simply divide the Fund's account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number provided under the heading "Expenses Paid During Period."

Table 2. Based on hypothetical 5% return: This section is intended to help investors compare a fund's cost with those of other mutual funds. The table provides information about hypothetical account values and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses paid during the period. The example is useful in making comparisons because the U.S. Securities and Exchange Commission (the "SEC") requires all mutual funds to calculate expenses based on the 5% return. Investors can assess a fund's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

The calculations illustrated above assume no shares were bought or sold during the period. Actual costs may have been higher or lower, depending on the amount of investment and the timing of any purchases or redemptions.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transactional costs, such as sales charges (loads) on purchase payments, and contingent deferred sales charges ("CDSC") on redemptions, if any. Therefore, the second table is useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transactional costs were included, your costs would have been higher.

More information about the Funds' expenses, including annual expense ratios for periods up to five years (subject to the Fund's inception date), can be found in the Financial Highlights section of this report. For additional information on operating expenses and other shareholder costs, please refer to the appropriate Fund prospectus.

ABOUT SHAREHOLDERS' FUND EXPENSES (Unaudited) (concluded)

	Expense Ratio ¹	Fund Return	Beginning Account Value June 30, 2018	Ending Account Value December 31, 2018	Expenses Paid During Period ²
Table 1. Based on actual Fund return³					
S&P 500® Pure Growth Fund	1.66%	(13.37%)	\$ 1,000.00	\$ 866.30	\$ 7.81
S&P 500® Pure Value Fund	1.67%	(12.98%)	1,000.00	870.20	7.87
S&P MidCap 400® Pure Growth Fund	1.66%	(18.36%)	1,000.00	816.40	7.60
S&P MidCap 400® Pure Value Fund	1.66%	(19.56%)	1,000.00	804.40	7.55
S&P SmallCap 600® Pure Growth Fund	1.65%	(18.08%)	1,000.00	819.20	7.57
S&P SmallCap 600® Pure Value Fund	1.65%	(25.02%)	1,000.00	749.80	7.28
Europe 1.25x Strategy Fund	1.83%	(13.21%)	1,000.00	867.90	8.62
Japan 2x Strategy Fund	1.64%	(20.79%)	1,000.00	792.10	7.41
Strengthening Dollar 2x Strategy Fund	1.86%	4.97%	1,000.00	1,049.70	9.61
Weakening Dollar 2x Strategy Fund	1.86%	(5.07%)	1,000.00	949.30	9.14

Table 2. Based on hypothetical 5% return (before expenses)

S&P 500® Pure Growth Fund	1.66%	5.00%	\$ 1,000.00	\$ 1,016.84	\$ 8.44
S&P 500® Pure Value Fund	1.67%	5.00%	1,000.00	1,016.79	8.49
S&P MidCap 400® Pure Growth Fund	1.66%	5.00%	1,000.00	1,016.84	8.44
S&P MidCap 400® Pure Value Fund	1.66%	5.00%	1,000.00	1,016.84	8.44
S&P SmallCap 600® Pure Growth Fund	1.65%	5.00%	1,000.00	1,016.89	8.39
S&P SmallCap 600® Pure Value Fund	1.65%	5.00%	1,000.00	1,016.89	8.39
Europe 1.25x Strategy Fund	1.83%	5.00%	1,000.00	1,015.98	9.30
Japan 2x Strategy Fund	1.64%	5.00%	1,000.00	1,016.94	8.34
Strengthening Dollar 2x Strategy Fund	1.86%	5.00%	1,000.00	1,015.83	9.45
Weakening Dollar 2x Strategy Fund	1.86%	5.00%	1,000.00	1,015.83	9.45

¹ Annualized and excludes expenses of the underlying funds in which the Funds invest, if any.

² Expenses are equal to the Fund's annualized expense ratio, net of any applicable fee waivers, multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). Expenses shown do not include fees charged by insurance companies.

³ Actual cumulative return at net asset value for the period June 30, 2018 to December 31, 2018.

S&P 500® PURE GROWTH FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a benchmark for large-cap growth securities on a daily basis. The Fund's current benchmark is the S&P 500® Pure Growth Index (the "underlying index").

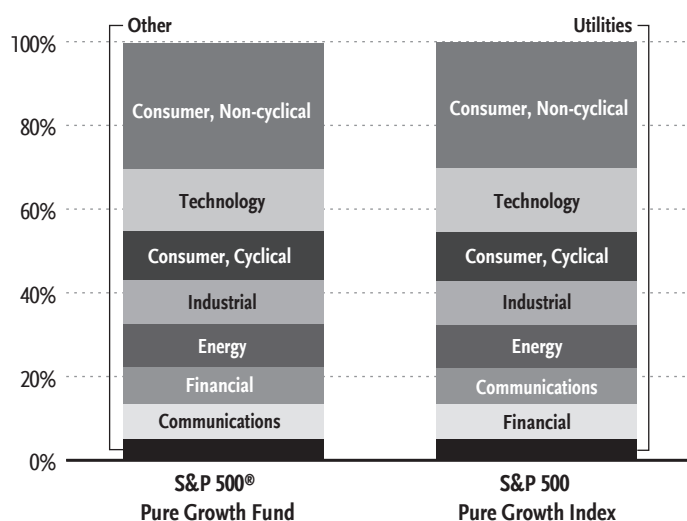
For the year ended December 31, 2018, S&P 500® Pure Growth Fund returned -5.63%, compared with a return of -4.19% for the underlying index. The Fund maintained a daily correlation of over 99% to its benchmark for the period.

Information Technology was the sector detracting the most to the return of the underlying index, followed by Consumer Discretionary. Health Care and Energy were the only sectors that contributed to return.

Stocks contributing the most to return of the underlying index were Red Hat, Inc., Netflix, Inc., and salesforce.com, Inc. IPG Photonics Corp., Arista Networks, Inc., and Applied Materials, Inc. were the largest detractors from performance of the underlying index.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



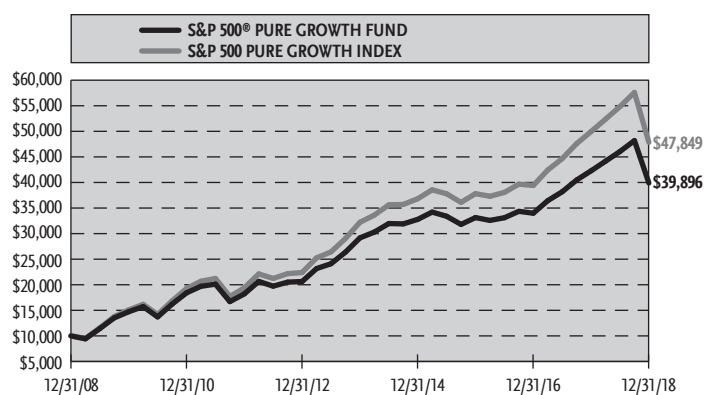
"Holdings Diversification (Market Exposure as % of Net Assets)" excludes any temporary cash investments.

Inception Date: May 3, 2004

Ten Largest Holdings (% of Total Net Assets)

Keysight Technologies, Inc.	1.9%
Ulta Beauty, Inc.	1.9%
CSX Corp.	1.9%
salesforce.com, Inc.	1.8%
Devon Energy Corp.	1.8%
Vertex Pharmaceuticals, Inc.	1.7%
Netflix, Inc.	1.7%
ConocoPhillips	1.7%
Autodesk, Inc.	1.7%
Thermo Fisher Scientific, Inc.	1.7%
Top Ten Total	17.8%

"Ten Largest Holdings" excludes any temporary cash investments.

Cumulative Fund Performance^{*,†}Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
S&P 500 [®] Pure Growth Fund	(5.63%)	6.47%	14.84%
S&P 500 Pure Growth Index	(4.19%)	8.24%	16.95%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The S&P 500 Pure Growth Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

SCHEDULE OF INVESTMENTS

December 31, 2018

S&P 500® PURE GROWTH FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS† - 99.5%					
CONSUMER, NON-CYCLICAL - 29.9%			CONSUMER, CYCLICAL - 11.6%		
Vertex Pharmaceuticals, Inc.*	4,309	\$ 714,044	Ulta Beauty, Inc.*	3,220	\$ 788,385
Thermo Fisher Scientific, Inc.	3,100	693,749	WW Grainger, Inc.	2,120	598,603
Church & Dwight Company, Inc.	8,640	568,167	O'Reilly Automotive, Inc.*	1,670	575,031
Kellogg Co.	9,210	525,062	Tractor Supply Co.	4,870	406,353
Hormel Foods Corp.	11,330	483,565	Yum! Brands, Inc.	4,250	390,660
DaVita, Inc.*	9,370	482,180	Dollar General Corp.	3,410	368,553
WellCare Health Plans, Inc.*	1,980	467,458	VF Corp.	4,720	336,725
Eli Lilly & Co.	3,790	438,579	TJX Companies, Inc.	7,298	326,512
McCormick & Company, Inc.	3,130	435,821	Fastenal Co.	5,940	310,603
Edwards Lifesciences Corp.*	2,770	424,281	Hilton Worldwide Holdings, Inc.	3,770	270,686
Constellation Brands, Inc. — Class A	2,621	421,509	Chipotle Mexican Grill, Inc. — Class A*	570	246,120
Cintas Corp.	2,502	420,311	AutoZone, Inc.*	270	226,352
Boston Scientific Corp.*	11,695	413,301	Total Consumer, Cyclical		4,844,583
Lamb Weston Holdings, Inc.	5,520	406,051	INDUSTRIAL - 10.5%		
Humana, Inc.	1,370	392,478	Keysight Technologies, Inc.*	12,930	802,694
Gartner, Inc.*	3,022	386,332	CSX Corp.	12,580	781,595
Abbott Laboratories	5,240	379,009	Waste Management, Inc.	6,430	572,206
Monster Beverage Corp.*	7,681	378,059	TransDigm Group, Inc.*	1,370	465,882
IHS Markit Ltd.*	7,640	366,491	Ingersoll-Rand plc	3,440	313,831
Intuitive Surgical, Inc.*	760	363,979	Expeditors International		
Ecolab, Inc.	2,430	358,060	of Washington, Inc.	4,230	288,021
Zimmer Biomet Holdings, Inc.	3,370	349,537	Union Pacific Corp.	1,990	275,078
PayPal Holdings, Inc.*	4,017	337,790	Xylem, Inc.	3,970	264,878
Pfizer, Inc.	7,350	320,827	Boeing Co.	680	219,300
HCA Healthcare, Inc.	2,480	308,636	Roper Technologies, Inc.	740	197,225
Global Payments, Inc.	2,731	281,648	AMETEK, Inc.	2,850	192,945
Merck & Company, Inc.	3,410	260,558	United Technologies Corp.	1	55
Medtronic plc	2,840	258,326	Total Industrial		4,373,710
Clorox Co.	1,650	254,331	ENERGY - 10.2%		
Automatic Data Processing, Inc.	1,690	221,593	Devon Energy Corp.	33,130	746,750
Illumina, Inc.*	680	203,953	ConocoPhillips	11,310	705,179
S&P Global, Inc.	1,200	203,928	Diamondback Energy, Inc.	6,790	629,433
Total Consumer, Non-cyclical		12,519,613	HollyFrontier Corp.	10,970	560,786
TECHNOLOGY - 15.0%			Marathon Oil Corp.	31,420	450,563
salesforce.com, Inc.*	5,483	751,006	Occidental Petroleum Corp.	6,900	423,522
Autodesk, Inc.*	5,470	703,497	Apache Corp.	15,200	399,000
Take-Two Interactive Software, Inc.*	5,070	521,906	Anadarko Petroleum Corp.	7,870	345,021
Intuit, Inc.	2,200	433,070	Total Energy		4,260,254
Advanced Micro Devices, Inc.*	23,140	427,164	FINANCIAL - 8.9%		
Red Hat, Inc.*	2,341	411,173	SVB Financial Group*	2,880	546,970
Fortinet, Inc.*	5,650	397,930	Intercontinental Exchange, Inc.	6,969	524,975
Adobe, Inc.*	1,590	359,722	Welltower, Inc. REIT	6,960	483,094
ANSYS, Inc.*	2,290	327,333	U.S. Bancorp	8,500	388,450
Fidelity National Information Services, Inc.	3,190	327,134	Cboe Global Markets, Inc.	3,699	361,873
Xilinx, Inc.	3,630	309,167	Apartment Investment &		
Cerner Corp.*	5,847	306,617	Management Co. — Class A REIT	8,020	351,917
Broadcom, Inc.	1,122	285,302	First Republic Bank	3,317	288,247
Akamai Technologies, Inc.*	4,540	277,303	Mastercard, Inc. — Class A	1,480	279,202
Broadridge Financial Solutions, Inc.	2,360	227,150	Alliance Data Systems Corp.	1,860	279,149
NetApp, Inc.	3,369	201,028	HCP, Inc. REIT	8,400	234,612
Total Technology		6,266,502	Total Financial		3,738,489

S&P 500® PURE GROWTH FUND

	SHARES	VALUE		FACE AMOUNT	VALUE
COMMUNICATIONS - 8.4%					
Netflix, Inc.*	2,643	\$ 707,425			
Motorola Solutions, Inc.	3,885	446,930			
Verizon Communications, Inc.	7,870	442,451			
Cisco Systems, Inc.	7,920	343,174			
Twitter, Inc.*	11,190	321,601			
Facebook, Inc. — Class A*	2,051	268,865			
Amazon.com, Inc.*	170	255,335			
Alphabet, Inc. — Class C*	240	248,546			
Alphabet, Inc. — Class A*	228	238,251			
VeriSign, Inc.*	1,599	237,116			
LogMeIn, Inc.	1	82			
Total Communications		<u>3,509,776</u>			
UTILITIES - 4.0%					
NRG Energy, Inc.	12,780	506,088			
Ameren Corp.	7,180	468,351			
Pinnacle West Capital Corp.	4,570	389,364			
NextEra Energy, Inc.	1,800	312,876			
Total Utilities		<u>1,676,679</u>			
BASIC MATERIALS - 1.0%					
Air Products & Chemicals, Inc.	2,640	422,532			
Total Common Stocks					
(Cost \$36,605,384)		<u>41,612,138</u>			
REPURCHASE AGREEMENTS^{††,1} - 0.8%					
JPMorgan Chase & Co.					
issued 12/31/18 at 2.95%					
due 01/02/19			\$ 192,145	\$ 192,145	
Barclays Capital					
issued 12/31/18 at 2.93%					
due 01/02/19			79,907	79,907	
Bank of America Merrill Lynch					
issued 12/31/18 at 2.95%					
due 01/02/19			53,272	53,272	
Total Repurchase Agreements					
(Cost \$325,324)					<u>325,324</u>
Total Investments - 100.3%					<u>\$ 41,937,462</u>
(Cost \$36,930,708)					
Other Assets & Liabilities, net - (0.3)%					<u>(112,530)</u>
Total Net Assets - 100.0%					<u>\$ 41,824,932</u>

* Non-income producing security.

† Value determined based on Level 1 inputs — See Note 4.

†† Value determined based on Level 2 inputs — See Note 4.

¹ Repurchase Agreements — See Note 6.

plc — Public Limited Company

REIT — Real Estate Investment Trust

See Sector Classification in Other Information section.

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Common Stocks	\$ 41,612,138	\$ —	\$ —	\$ 41,612,138
Repurchase Agreements	—	325,324	—	325,324
Total Assets	\$ 41,612,138	\$ 325,324	\$ —	\$ 41,937,462

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

**STATEMENT OF ASSETS
AND LIABILITIES**

December 31, 2018

ASSETS:

Investments, at value (cost \$36,605,384)	\$ 41,612,138
Repurchase agreements, at value (cost \$325,324)	325,324
Receivables:	
Fund shares sold	1,019,516
Dividends	19,488
Interest	27
Securities lending income	10
Total assets	42,976,503

LIABILITIES:

Payable for:	
Securities purchased	990,582
Management fees	28,354
Transfer agent and administrative fees	9,451
Investor service fees	9,451
Portfolio accounting fees	3,781
Trustees' fees*	929
Fund shares redeemed	346
Miscellaneous	108,677
Total liabilities	1,151,571

Commitments and contingent liabilities (Note 13)
NET ASSETS **\$ 41,824,932**
NET ASSETS CONSIST OF:

Paid in capital	\$ 36,903,875
Total distributable earnings (loss)	4,921,057
Net assets	\$ 41,824,932
Capital shares outstanding	951,112
Net asset value per share	\$43.97

**STATEMENT OF
OPERATIONS**

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends (net of foreign withholding tax of \$3)	\$ 419,648
Interest	6,275
Income from securities lending, net	211
Total investment income	426,134

EXPENSES:

Management fees	415,150
Investor service fees	138,383
Transfer agent and administrative fees	138,383
Professional fees	75,352
Portfolio accounting fees	55,353
Trustees' fees*	14,553
Custodian fees	7,948
Line of credit fees	147
Miscellaneous	53,895
Total expenses	899,164

Net investment loss **(473,030)**
NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments	1,832,113
Net realized gain	1,832,113
Net change in unrealized appreciation (depreciation) on:	
Investments	(4,989,546)
Net change in unrealized appreciation (depreciation)	(4,989,546)
Net realized and unrealized loss	(3,157,433)
Net decrease in net assets resulting from operations	\$ (3,630,463)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment loss	\$ (473,030)	\$ (380,607)
Net realized gain on investments	1,832,113	6,058,588
Net change in unrealized appreciation (depreciation) on investments	(4,989,546)	4,261,174
Net increase (decrease) in net assets resulting from operations	(3,630,463)	9,939,155
Distributions to shareholders	(4,208,400)	(2,087,780) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	95,984,550	135,382,187
Distributions reinvested	4,208,400	2,087,780
Cost of shares redeemed	(105,551,660)	(134,206,512)
Net increase (decrease) from capital share transactions	(5,358,710)	3,263,455
Net increase (decrease) in net assets	(13,197,573)	11,114,830
NET ASSETS:		
Beginning of year	55,022,505	43,907,675
End of year	\$ 41,824,932	\$ 55,022,505
CAPITAL SHARE ACTIVITY:		
Shares sold	1,846,716	2,880,090
Shares issued from reinvestment of distributions	79,434	45,200
Shares redeemed	(2,069,476)	(2,868,566)
Net increase (decrease) in shares	(143,326)	56,724

¹ For the year ended December 31, 2017, the total distributions to shareholders were all from net realized gains (See Note 11).

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015	Year Ended December 31, 2014
Per Share Data					
Net asset value, beginning of period	\$50.27	\$42.31	\$43.72	\$47.51	\$47.61
Income (loss) from investment operations:					
Net investment income (loss) ^a	(.44)	(.38)	(.23)	(.25)	(.33)
Net gain (loss) on investments (realized and unrealized)	(1.68)	10.51	1.38	.91	6.19
Total from investment operations	(2.12)	10.13	1.15	.66	5.86
Less distributions from:					
Net realized gains	(4.18)	(2.17)	(2.56)	(4.45)	(5.96)
Total distributions	(4.18)	(2.17)	(2.56)	(4.45)	(5.96)
Net asset value, end of period	\$43.97	\$50.27	\$42.31	\$43.72	\$47.51
Total Return^b	(5.63%)	24.39%	2.58%	1.08%	12.42%
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$41,825	\$55,023	\$43,908	\$77,644	\$87,942
Ratios to average net assets:					
Net investment income (loss)	(0.85%)	(0.80%)	(0.54%)	(0.54%)	(0.67%)
Total expenses	1.62%	1.67%	1.56%	1.51%	1.57%
Portfolio turnover rate	203%	303%	265%	174%	251%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

S&P 500® PURE VALUE FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a benchmark for large-cap value securities on a daily basis. The Fund's current benchmark is the S&P 500® Pure Value Index (the "underlying index").

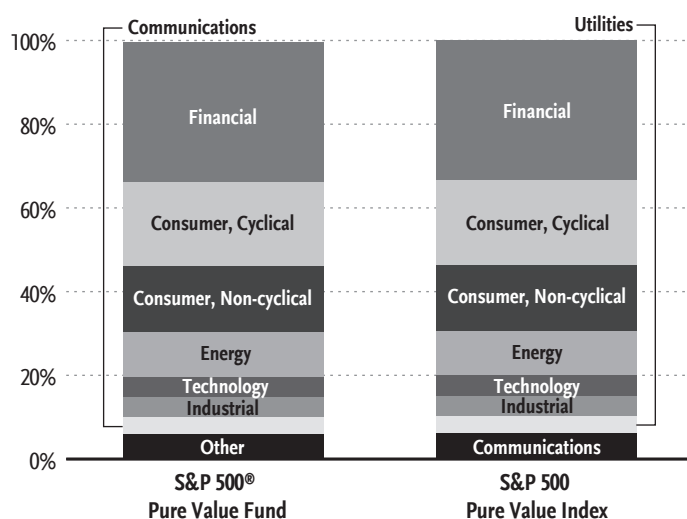
For the year ended December 31, 2018, S&P 500® Pure Value Fund returned -13.32%, compared with a return of -12.02% for the underlying index. The Fund maintained a daily correlation of over 99% to its benchmark for the period.

The Financials sector was the leading detractor from performance of the underlying index for the period, followed by the Consumer Discretionary sector. Utilities and Real Estate were the only sectors that contributed to performance.

The strongest contributors to performance of the underlying index for the year included Envision Healthcare Corp., XL Group Ltd., and Andeavor. The stocks detracting most from performance of the underlying index were TechnipFMC Plc, Ford Motor Co., and Fluor Corp.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



Inception Date: May 3, 2004

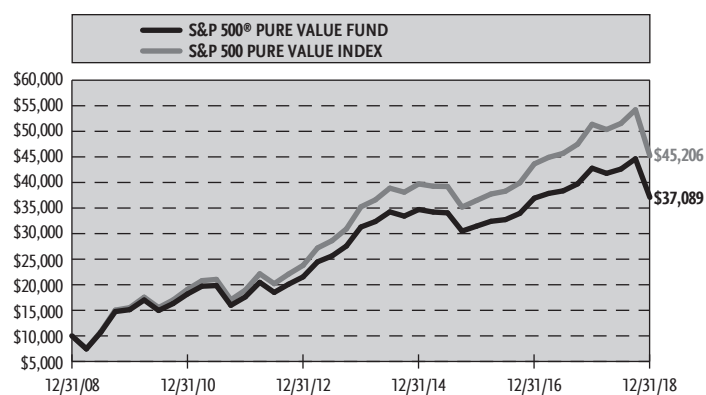
Ten Largest Holdings (% of Total Net Assets)

Ford Motor Co.	2.0%
Baker Hughes a GE Co.	1.9%
Goodyear Tire & Rubber Co.	1.9%
Valero Energy Corp.	1.8%
MetLife, Inc.	1.8%
Prudential Financial, Inc.	1.8%
Archer-Daniels-Midland Co.	1.5%
Unum Group	1.5%
General Motors Co.	1.5%
Jefferies Financial Group, Inc.	1.5%
Top Ten Total	17.2%

"Ten Largest Holdings" excludes any temporary cash investments.

"Holdings Diversification (Market Exposure as % of Net Assets)" excludes any temporary cash investments.

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
S&P 500® Pure Value Fund	(13.32%)	3.46%	14.01%
S&P 500 Pure Value Index	(12.02%)	5.11%	16.28%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The S&P 500 Pure Value Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

SCHEDULE OF INVESTMENTS

December 31, 2018

S&P 500® PURE VALUE FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS† - 99.5%					
FINANCIAL - 33.3%					
MetLife, Inc.	14,718	\$ 604,321	BorgWarner, Inc.	6,130	\$ 212,956
Prudential Financial, Inc.	7,220	588,791	Gap, Inc.	7,999	206,054
Unum Group	16,655	489,324	United Continental Holdings, Inc.*	2,327	194,840
Jefferies Financial Group, Inc.	27,750	481,740	American Airlines Group, Inc.	6,000	192,660
Loews Corp.	10,241	466,170	PACCAR, Inc.	3,050	174,277
Lincoln National Corp.	9,042	463,945	Dollar Tree, Inc.*	1,880	169,802
Brighthouse Financial, Inc.*	14,470	441,046	Whirlpool Corp.	1,545	165,114
Assurant, Inc.	4,583	409,904	Walgreens Boots Alliance, Inc.	2,232	152,513
Invesco Ltd.	22,539	377,303	Walmart, Inc.	1,577	146,898
Principal Financial Group, Inc.	8,170	360,869	Alaska Air Group, Inc.	2,303	140,138
Everest Re Group Ltd.	1,651	359,522	MGM Resorts International	5,580	135,371
Citizens Financial Group, Inc.	11,784	350,338	Delta Air Lines, Inc.	2,148	107,185
Allstate Corp.	4,100	338,783	Norwegian Cruise Line Holdings Ltd.*	2,470	104,703
Hartford Financial Services Group, Inc.	7,549	335,553	Carnival Corp.	2,090	103,037
Capital One Financial Corp.	4,329	327,229	Total Consumer, Cyclical		<u>6,700,138</u>
Goldman Sachs Group, Inc.	1,818	303,697	CONSUMER, NON-CYCLICAL - 15.6%		
Morgan Stanley	7,390	293,013	Archer-Daniels-Midland Co.	12,197	499,732
American International Group, Inc.	7,111	280,244	Kroger Co.	15,373	422,757
Chubb Ltd.	1,932	249,576	Quanta Services, Inc.	13,706	412,551
People's United Financial, Inc.	16,822	242,741	Tyson Foods, Inc. — Class A	7,143	381,436
Aflac, Inc.	5,044	229,805	Coty, Inc. — Class A	57,362	376,295
Bank of America Corp.	8,680	213,875	Cardinal Health, Inc.	7,649	341,145
Citigroup, Inc.	4,100	213,446	McKesson Corp.	3,088	341,131
Travelers Companies, Inc.	1,750	209,562	Molson Coors Brewing Co. — Class B	5,972	335,388
Fifth Third Bancorp	8,784	206,687	AmerisourceBergen Corp. — Class A	4,400	327,360
State Street Corp.	3,230	203,716	Kraft Heinz Co.	7,220	310,749
Synchrony Financial	8,590	201,521	CVS Health Corp.	4,597	301,196
Regions Financial Corp.	13,829	185,032	Allergan plc	2,120	283,359
SunTrust Banks, Inc.	3,554	179,264	Centene Corp.*	1,830	210,999
Bank of New York Mellon Corp.	3,710	174,630	JM Smucker Co.	2,200	205,678
Zions Bancorp North America	3,847	156,727	Anthem, Inc.	550	144,446
KeyCorp	10,214	150,963	Mylan N.V.*	5,202	142,535
Affiliated Managers Group, Inc.	1,540	150,058	Laboratory Corporation of America Holdings*	1,110	140,260
Wells Fargo & Co.	3,150	145,152	Total Consumer, Non-cyclical		<u>5,177,017</u>
PNC Financial Services Group, Inc.	1,216	142,163	ENERGY - 10.7%		
Raymond James Financial, Inc.	1,860	138,403	Baker Hughes a GE Co.	29,569	635,733
Kimco Realty Corp. REIT	8,990	131,703	Valero Energy Corp.	8,124	609,056
BB&T Corp.	2,831	122,639	Marathon Petroleum Corp.	7,766	458,272
Huntington Bancshares, Inc.	9,724	115,910	Phillips 66	5,256	452,804
Total Financial		<u>11,035,365</u>	TechnipFMC plc	20,946	410,123
CONSUMER, CYCLICAL - 20.2%			National Oilwell Varco, Inc.	11,006	282,854
Ford Motor Co.	85,932	657,380	Noble Energy, Inc.	12,460	233,750
Goodyear Tire & Rubber Co.	30,901	630,690	Chevron Corp.	1,629	177,219
General Motors Co.	14,437	482,917	Kinder Morgan, Inc.	9,919	152,554
Lennar Corp. — Class A	12,090	473,323	Helmerich & Payne, Inc.	2,300	110,262
Kohl's Corp.	5,028	333,557	Total Energy		<u>3,522,627</u>
Mohawk Industries, Inc.*	2,770	323,979	TECHNOLOGY - 5.0%		
PulteGroup, Inc.	12,240	318,118	Hewlett Packard Enterprise Co.	31,900	421,399
DR Horton, Inc.	8,220	284,905	Western Digital Corp.	9,521	351,991
PVH Corp.	2,919	271,321	DXC Technology Co.	5,730	304,664
Target Corp.	3,967	262,179	Xerox Corp.	12,274	242,534
Best Buy Company, Inc.	4,416	233,871	Micron Technology, Inc.*	6,960	220,841
LKQ Corp.*	9,370	222,350			

S&P 500® PURE VALUE FUND

	SHARES	VALUE		SHARES	VALUE
HP, Inc.	5,340	\$ 109,257	BASIC MATERIALS - 2.1%		
Total Technology		<u>1,650,686</u>	Nucor Corp.	4,578	\$ 237,186
INDUSTRIAL - 4.8%			International Paper Co.	4,330	174,759
Fluor Corp.	14,135	455,147	DowDuPont, Inc.	2,953	157,926
WestRock Co.	10,694	403,805	LyondellBasell Industries N.V. — Class A	1,610	<u>133,888</u>
Jacobs Engineering Group, Inc.	4,741	277,159	Total Basic Materials		<u>703,759</u>
Johnson Controls International plc	7,224	214,192	Total Common Stocks		
Arconic, Inc.	6,560	110,602	(Cost \$31,389,807)		<u>32,944,366</u>
Textron, Inc.	2,393	<u>110,054</u>			
Total Industrial		<u>1,570,959</u>		FACE	
COMMUNICATIONS - 4.0%				AMOUNT	
CenturyLink, Inc.	29,050	440,108	REPURCHASE AGREEMENTS^{††,1} - 0.8%		
AT&T, Inc.	10,310	294,247	JPMorgan Chase & Co.		
Viacom, Inc. — Class B	8,726	224,258	issued 12/31/18 at 2.95%		
DISH Network Corp. — Class A*	6,480	161,805	due 01/02/19	\$ 151,231	151,231
News Corp. — Class A	13,685	155,325	Barclays Capital		
News Corp. — Class B	4,383	<u>50,624</u>	issued 12/31/18 at 2.93%		
Total Communications		<u>1,326,367</u>	due 01/02/19	62,893	62,893
UTILITIES - 3.8%			Bank of America Merrill Lynch		
PG&E Corp.*	16,713	396,934	issued 12/31/18 at 2.95%		
Exelon Corp.	5,008	225,861	due 01/02/19	41,929	<u>41,929</u>
Edison International	2,570	145,899	Total Repurchase Agreements		
CenterPoint Energy, Inc.	4,650	131,269	(Cost \$256,053)		<u>256,053</u>
Consolidated Edison, Inc.	1,680	128,453	Total Investments - 100.3%		
Duke Energy Corp.	1,358	117,195	(Cost \$31,645,860)		<u>\$ 33,200,419</u>
Evergy, Inc.	1,970	<u>111,837</u>	Other Assets & Liabilities, net - (0.3)%		<u>(89,345)</u>
Total Utilities		<u>1,257,448</u>	Total Net Assets - 100.0%		<u>\$ 33,111,074</u>

* Non-income producing security.

† Value determined based on Level 1 inputs — See Note 4.

†† Value determined based on Level 2 inputs — See Note 4.

¹ Repurchase Agreements — See Note 6.

plc — Public Limited Company

See Sector Classification in Other Information section.

S&P 500® PURE VALUE FUND

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Common Stocks	\$ 32,944,366	\$ —	\$ —	\$ 32,944,366
Repurchase Agreements	—	256,053	—	256,053
Total Assets	\$ 32,944,366	\$ 256,053	\$ —	\$ 33,200,419

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

**STATEMENT OF ASSETS
AND LIABILITIES**

December 31, 2018

ASSETS:

Investments, at value (cost \$31,389,807)	\$ 32,944,366
Repurchase agreements, at value (cost \$256,053)	256,053
Receivables:	
Fund shares sold	542,613
Securities sold	134,867
Dividends	58,691
Interest	21
Securities lending income	14
Total assets	33,936,625

LIABILITIES:

Payable for:	
Securities purchased	570,323
Fund shares redeemed	124,580
Management fees	21,726
Transfer agent and administrative fees	7,242
Investor service fees	7,242
Portfolio accounting fees	2,897
Trustees' fees*	793
Miscellaneous	90,748
Total liabilities	825,551

Commitments and contingent liabilities (Note 13)
NET ASSETS **\$ 33,111,074**
NET ASSETS CONSIST OF:

Paid in capital	\$ 35,131,324
Total distributable earnings (loss)	(2,020,250)
Net assets	\$ 33,111,074
Capital shares outstanding	689,529
Net asset value per share	\$48.02

**STATEMENT OF
OPERATIONS**

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends	\$ 962,114
Interest	4,125
Income from securities lending, net	543
Total investment income	966,782

EXPENSES:

Management fees	286,118
Investor service fees	95,372
Transfer agent and administrative fees	95,372
Professional fees	49,102
Portfolio accounting fees	38,149
Trustees' fees*	10,743
Custodian fees	5,521
Tax expense	185
Line of credit fees	81
Miscellaneous	39,750
Total expenses	620,393
Net investment income	346,389

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments	(641,649)
Net realized loss	(641,649)
Net change in unrealized appreciation (depreciation) on:	
Investments	(5,863,849)
Net change in unrealized appreciation (depreciation)	(5,863,849)
Net realized and unrealized loss	(6,505,498)
Net decrease in net assets resulting from operations	\$ (6,159,109)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income	\$ 346,389	\$ 254,646
Net realized gain (loss) on investments	(641,649)	4,034,225
Net change in unrealized appreciation (depreciation) on investments	(5,863,849)	1,242,426
Net increase (decrease) in net assets resulting from operations	(6,159,109)	5,531,297
Distributions to shareholders	(3,121,849)	(2,231,533) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	70,588,571	45,594,001
Distributions reinvested	3,121,849	2,231,533
Cost of shares redeemed	(75,813,932)	(51,478,447)
Net decrease from capital share transactions	(2,103,512)	(3,652,913)
Net decrease in net assets	(11,384,470)	(353,149)
NET ASSETS:		
Beginning of year	44,495,544	44,848,693
End of year	\$ 33,111,074	\$ 44,495,544
CAPITAL SHARE ACTIVITY:		
Shares sold	1,202,731	778,343
Shares issued from reinvestment of distributions	55,490	39,764
Shares redeemed	(1,288,384)	(892,928)
Net decrease in shares	(30,163)	(74,821)

¹ For the year ended December 31, 2017, the distributions from net investment income and realized gains were as follows (see Note 11):

Net investment income	\$ (313,901)
Net realized gains	(1,917,632)

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016 ^c	Year Ended December 31, 2015 ^c	Year Ended December 31, 2014 ^c
Per Share Data					
Net asset value, beginning of period	\$61.83	\$56.45	\$50.08	\$71.22	\$69.60
Income (loss) from investment operations:					
Net investment income (loss) ^a	.53	.35	.83	.63	.42
Net gain (loss) on investments (realized and unrealized)	(7.82)	8.28	9.87	(5.87)	7.10
Total from investment operations	(7.29)	8.63	10.70	(5.24)	7.52
Less distributions from:					
Net investment income	(.53)	(.46)	(1.23)	(.82)	(.34)
Net realized gains	(5.99)	(2.79)	(3.10)	(15.08)	(5.56)
Total distributions	(6.52)	(3.25)	(4.33)	(15.90)	(5.90)
Net asset value, end of period	\$48.02	\$61.83	\$56.45	\$50.08	\$71.22
Total Return^b	(13.32%)	15.86%	17.40%	(9.38%)	10.94%
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$33,111	\$44,496	\$44,849	\$32,326	\$63,165
Ratios to average net assets:					
Net investment income (loss)	0.91%	0.61%	0.88%	1.02%	0.58%
Total expenses	1.63%	1.61%	1.56%	1.51%	1.57%
Portfolio turnover rate	197%	127%	207%	162%	209%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Share split — Per share amounts for the periods presented through December 31, 2016 have been restated to reflect a 2:1 share split effective December 1, 2016.

S&P MIDCAP 400® PURE GROWTH FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a benchmark for mid-cap growth securities on a daily basis. The Fund's current benchmark is the S&P MidCap 400® Pure Growth Index (the "underlying index").

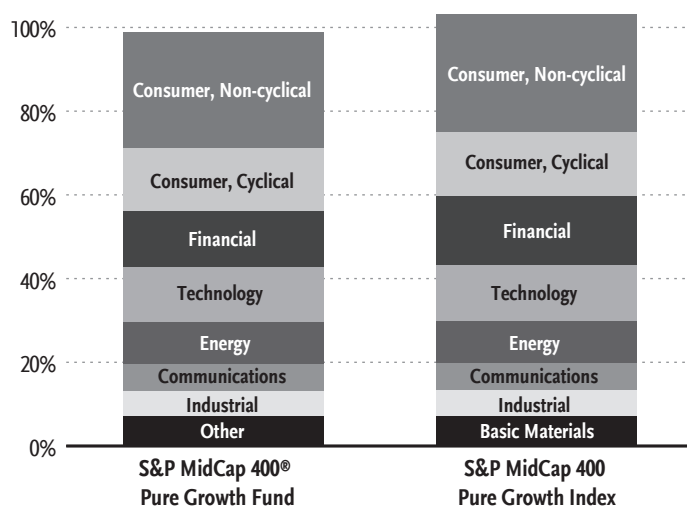
For the year ended December 31, 2018, S&P MidCap 400® Pure Growth Fund returned -14.83%, compared with a return of -13.47% for the underlying index. The Fund maintained a daily correlation of over 99% to its benchmark for the period.

The Consumer Discretionary sector detracted the most from the return of the underlying index for the period, followed by the Financials sector. The Energy sector and the Consumer Staples sector were the only contributors to return.

ABIOMED, Inc., Fortinet, Inc., and Bioverativ, Inc. added the most to return of the underlying index for the year. Akorn, Inc., Coherent, Inc., and Thor Industries, Inc. detracted the most from performance of the underlying index for the year.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



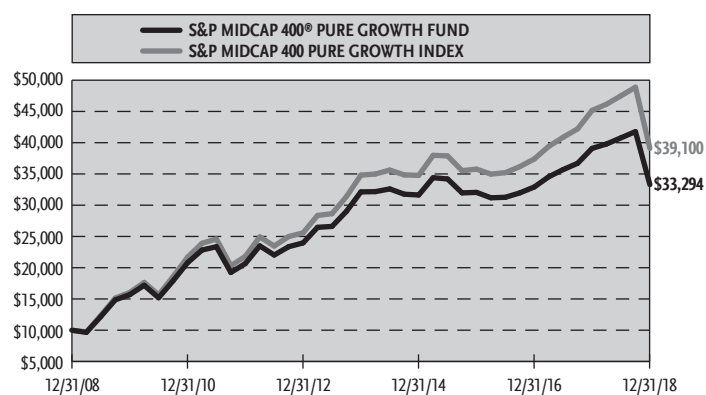
"Holdings Diversification (Market Exposure as % of Net Assets)" excludes any temporary cash investments.

Inception Date: May 3, 2004

Ten Largest Holdings (% of Total Net Assets)

Eldorado Resorts, Inc.	2.6%
CNX Resources Corp.	2.2%
Allegheny Technologies, Inc.	2.0%
Globus Medical, Inc. — Class A	2.0%
Mallinckrodt plc	2.0%
PRA Health Sciences, Inc.	1.9%
Churchill Downs, Inc.	1.9%
Primerica, Inc.	1.9%
Urban Outfitters, Inc.	1.9%
World Wrestling Entertainment, Inc. — Class A	1.8%
Top Ten Total	20.2%

"Ten Largest Holdings" excludes any temporary cash investments.

Cumulative Fund Performance^{*,†}Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
S&P MidCap 400® Pure Growth Fund	(14.83%)	0.71%	12.78%
S&P MidCap 400 Pure Growth Index	(13.47%)	2.35%	14.61%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The S&P MidCap 400 Pure Growth Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

S&P MIDCAP 400® PURE GROWTH FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS† - 98.9%					
CONSUMER, NON-CYCLICAL - 27.7%					
Globus Medical, Inc. — Class A*	6,640	\$ 287,379	Life Storage, Inc. REIT	1,040	\$ 96,710
Mallinckrodt plc*	17,950	283,610	Total Financial		<u>1,896,526</u>
PRA Health Sciences, Inc.*	2,960	272,202	TECHNOLOGY - 13.1%		
Avanos Medical, Inc.*	5,679	254,362	Dun & Bradstreet Corp.	1,800	256,932
Molina Healthcare, Inc.*	1,730	201,061	CommVault Systems, Inc.*	3,660	216,270
LiveRamp Holdings, Inc.*	4,941	190,871	MAXIMUS, Inc.	3,102	201,909
Helen of Troy Ltd.*	1,450	190,211	j2 Global, Inc.	2,419	167,830
ASGN, Inc.*	3,160	172,220	Fair Isaac Corp.*	815	152,405
LivaNova plc*	1,832	167,573	PTC, Inc.*	1,780	147,562
Service Corporation International	4,002	161,120	Zebra Technologies Corp. — Class A*	826	131,524
Encompass Health Corp.	2,440	150,548	Cypress Semiconductor Corp.	10,010	127,327
Insperty, Inc.	1,600	149,376	Leidos Holdings, Inc.	2,100	110,712
Sabre Corp.	6,720	145,421	Integrated Device Technology, Inc.*	1,909	92,453
Post Holdings, Inc.*	1,611	143,588	Ultimate Software Group, Inc.*	371	90,847
STERIS plc	1,280	136,768	ACI Worldwide, Inc.*	3,000	83,010
Integra LifeSciences Holdings Corp.*	2,640	119,064	Silicon Laboratories, Inc.*	1,042	82,120
Bio-Rad Laboratories, Inc. — Class A*	500	116,110	Total Technology		<u>1,860,901</u>
Ligand Pharmaceuticals, Inc. — Class B*	770	104,489	ENERGY - 10.1%		
Adtalem Global Education, Inc.*	2,150	101,738	CNX Resources Corp.*	27,300	311,766
Boston Beer Company, Inc. — Class A*	410	98,744	Murphy Oil Corp.	10,880	254,483
Chemed Corp.	330	93,482	Equitrans Midstream Corp.*	12,110	242,442
WEX, Inc.*	610	85,437	Ensco plc — Class A¹	60,230	214,419
Lancaster Colony Corp.	480	84,893	Callon Petroleum Co.*	32,300	209,627
Masimo Corp.*	770	82,675	QEP Resources, Inc.*	36,220	203,919
Haemonetics Corp.*	820	82,041	Total Energy		<u>1,436,656</u>
Weight Watchers International, Inc.*	1,760	67,848	COMMUNICATIONS - 6.3%		
Total Consumer, Non-cyclical		<u>3,942,831</u>	World Wrestling Entertainment, Inc. — Class A	3,473	259,503
CONSUMER, CYCLICAL - 15.2%			Ciena Corp.*	6,420	217,702
Eldorado Resorts, Inc.*	10,258	371,442	New York Times Co. — Class A	7,776	173,327
Churchill Downs, Inc.	1,105	269,554	Yelp, Inc. — Class A*	4,030	141,010
Urban Outfitters, Inc.*	8,030	266,596	FactSet Research Systems, Inc.	535	107,069
Deckers Outdoor Corp.*	1,860	237,987	Total Communications		<u>898,611</u>
Scientific Games Corp. — Class A*	10,421	186,327	INDUSTRIAL - 6.2%		
Domino's Pizza, Inc.	699	173,345	ITT, Inc.	3,786	182,750
Brinker International, Inc.	3,510	154,370	Lennox International, Inc.	570	124,750
Wendy's Co.	9,620	150,168	Kennametal, Inc.	3,440	114,483
Live Nation Entertainment, Inc.*	2,923	143,958	Curtiss-Wright Corp.	1,030	105,183
Wyndham Hotels & Resorts, Inc.	2,447	111,021	Woodward, Inc.	1,340	99,549
Pool Corp.	628	93,352	Trimble, Inc.*	2,600	85,566
Total Consumer, Cyclical		<u>2,158,120</u>	IDEX Corp.	650	82,069
FINANCIAL - 13.3%			MSA Safety, Inc.	840	79,187
Primerica, Inc.	2,750	268,703	Total Industrial		<u>873,537</u>
Medical Properties Trust, Inc. REIT	14,770	237,502	BASIC MATERIALS - 4.4%		
American Campus Communities, Inc. REIT	4,720	195,361	Allegheny Technologies, Inc.*	13,359	290,825
UMB Financial Corp.	2,871	175,045	Chemours Co.	6,982	197,032
CyrusOne, Inc. REIT	3,270	172,917	RPM International, Inc.	2,260	132,843
Omega Healthcare Investors, Inc. REIT	4,800	168,720	Total Basic Materials		<u>620,700</u>
SLM Corp.*	19,400	161,214	UTILITIES - 2.6%		
LendingTree, Inc.*	670	147,112	Black Hills Corp.	2,350	147,533
National Retail Properties, Inc. REIT	2,950	143,104	National Fuel Gas Co.	2,319	118,686
Brown & Brown, Inc.	4,722	130,138			

December 31, 2018

	SHARES	VALUE		SHARES	VALUE
UGI Corp.	1,940	\$ 103,499	SECURITIES LENDING COLLATERAL^{†,3} - 0.1%		
Total Utilities		<u>369,718</u>	Money Market Fund		
			First American Government		
Total Common Stocks			Obligations Fund — Class Z, 2.32% ⁴	15,915	\$ 15,915
(Cost \$13,384,915)		<u>14,057,600</u>	Total Securities Lending Collateral		
			(Cost \$15,915)		<u>15,915</u>
	FACE		Total Investments - 99.8%		
	<u>AMOUNT</u>		(Cost \$13,513,015)		<u>\$ 14,185,700</u>
REPURCHASE AGREEMENTS^{††,2} - 0.8%			Other Assets & Liabilities, net - 0.2%		<u>24,618</u>
JPMorgan Chase & Co.			Total Net Assets - 100.0%		<u>\$ 14,210,318</u>
issued 12/31/18 at 2.95%					
due 01/02/19	\$ 66,260	66,260			
Barclays Capital					
issued 12/31/18 at 2.93%					
due 01/02/19	27,555	27,555			
Bank of America Merrill Lynch					
issued 12/31/18 at 2.95%					
due 01/02/19	18,370	<u>18,370</u>			
Total Repurchase Agreements					
(Cost \$112,185)		112,185			

REIT — Real Estate Investment Trust

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Investments in Securities (Assets)				
Common Stocks	\$ 14,057,600	\$ —	\$ —	\$ 14,057,600
Repurchase Agreements	—	112,185	—	112,185
Securities Lending Collateral	15,915	—	—	15,915
Total Assets	\$ 14,073,515	\$ 112,185	\$ —	\$ 14,185,700

For the year ended December 31, 2018, there were no transfers between levels.

**STATEMENT OF ASSETS
AND LIABILITIES**

December 31, 2018

ASSETS:

Investments, at value - including \$16,561 of securities loaned (cost \$13,400,830)	\$ 14,073,515
Repurchase agreements, at value (cost \$112,185)	112,185
Cash	2,693
Receivables:	
Fund shares sold	88,671
Dividends	8,946
Securities lending income	36
Interest	9
Total assets	14,286,055

LIABILITIES:

Payable for:	
Return of securities lending collateral	18,608
Management fees	8,888
Transfer agent and administrative fees	2,962
Investor service fees	2,962
Portfolio accounting fees	1,185
Fund shares redeemed	1,148
Trustees' fees*	349
Miscellaneous	39,635
Total liabilities	75,737

Commitments and contingent liabilities (Note 13)
NET ASSETS \$ 14,210,318
NET ASSETS CONSIST OF:

Paid in capital	\$ 14,786,555
Total distributable earnings (loss)	(576,237)
Net assets	\$ 14,210,318
Capital shares outstanding	453,394
Net asset value per share	\$31.34

**STATEMENT OF
OPERATIONS**

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends	\$ 184,946
Interest	2,414
Income from securities lending, net	311
Total investment income	187,671

EXPENSES:

Management fees	157,704
Investor service fees	52,568
Transfer agent and administrative fees	52,568
Professional fees	27,952
Portfolio accounting fees	21,027
Trustees' fees*	6,110
Custodian fees	3,037
Line of credit fees	31
Miscellaneous	19,110
Total expenses	340,107

Net investment loss (152,436)
NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments	(611,299)
Net realized loss	(611,299)
Net change in unrealized appreciation (depreciation) on:	
Investments	(1,883,907)

 Net change in unrealized appreciation (depreciation) (1,883,907)

 Net realized and unrealized loss (2,495,206)
Net decrease in net assets resulting from operations \$ (2,647,642)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment loss	\$ (152,436)	\$ (144,598)
Net realized gain (loss) on investments	(611,299)	2,534,052
Net change in unrealized appreciation (depreciation) on investments	(1,883,907)	1,073,528
Net increase (decrease) in net assets resulting from operations	(2,647,642)	3,462,982
Distributions to shareholders	(1,549,049)	—
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	25,614,538	37,220,117
Distributions reinvested	1,549,049	—
Cost of shares redeemed	(29,150,899)	(39,349,617)
Net decrease from capital share transactions	(1,987,312)	(2,129,500)
Net increase (decrease) in net assets	(6,184,003)	1,333,482
NET ASSETS:		
Beginning of year	20,394,321	19,060,839
End of year	\$ 14,210,318	\$ 20,394,321
CAPITAL SHARE ACTIVITY:		
Shares sold	642,331	1,043,953
Shares issued from reinvestment of distributions	38,862	—
Shares redeemed	(746,632)	(1,100,852)
Net decrease in shares	(65,439)	(56,899)

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015	Year Ended December 31, 2014
Per Share Data					
Net asset value, beginning of period	\$39.31	\$33.11	\$32.23	\$34.05	\$43.02
Income (loss) from investment operations:					
Net investment income (loss) ^a	(.28)	(.25)	(.22)	(.22)	(.28)
Net gain (loss) on investments (realized and unrealized)	(4.97)	6.45	1.10	.88	(.31)
Total from investment operations	(5.25)	6.20	.88	.66	(.59)
Less distributions from:					
Net realized gains	(2.72)	—	—	(2.48)	(8.38)
Total distributions	(2.72)	—	—	(2.48)	(8.38)
Net asset value, end of period	\$31.34	\$39.31	\$33.11	\$32.23	\$34.05
Total Return^b	(14.83%)	18.73%	2.70%	1.32%	(1.55%)
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$14,210	\$20,394	\$19,061	\$34,144	\$29,927
Ratios to average net assets:					
Net investment income (loss)	(0.72%)	(0.70%)	(0.71%)	(0.64%)	(0.67%)
Total expenses	1.62%	1.61%	1.56%	1.50%	1.57%
Portfolio turnover rate	183%	233%	296%	269%	380%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

S&P MIDCAP 400® PURE VALUE FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a benchmark for mid-cap value securities on a daily basis. The Fund's current benchmark is the S&P MidCap 400® Pure Value Index (the "underlying index").

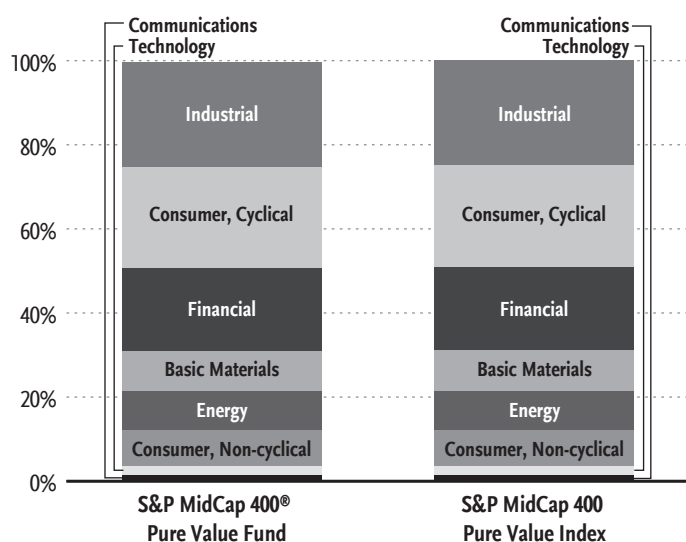
For the year ended December 31, 2018, S&P MidCap 400® Pure Value Fund returned -18.98%, compared with a return of -17.67% for the underlying index. The Fund maintained a daily correlation of over 99% to its benchmark for the period.

The Industrials sector and the Energy sector detracted the most from the return of the underlying index for the period. The Communication Services sector was the only contributor to return. The Real Estate sector detracted the least from return.

Genworth Financial, Inc. Class A, LifePoint, Inc., and Esterline Technologies Corp. added the most to return of the underlying index for the year. McDermott International, Inc., Bed Bath & Beyond, Inc., and Diamond Offshore Drilling, Inc. detracted the most from performance of the underlying index for the year.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



"Holdings Diversification (Market Exposure as % of Net Assets)" excludes any temporary cash investments.

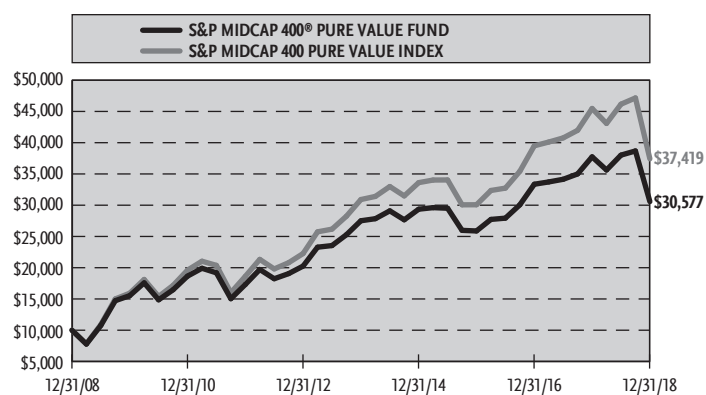
Inception Date: May 3, 2004

Ten Largest Holdings (% of Total Net Assets)

Bed Bath & Beyond, Inc.	2.6%
McDermott International, Inc.	2.3%
AutoNation, Inc.	2.3%
Ryder System, Inc.	2.2%
KB Home	2.2%
Dillard's, Inc. — Class A	2.2%
United States Steel Corp.	2.2%
Tech Data Corp.	2.0%
Arrow Electronics, Inc.	2.0%
SYNNEX Corp.	2.0%
Top Ten Total	22.0%

"Ten Largest Holdings" excludes any temporary cash investments.

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
S&P MidCap 400® Pure Value Fund	(18.98%)	2.13%	11.83%
S&P MidCap 400 Pure Value Index	(17.67%)	3.90%	14.11%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The S&P MidCap 400 Pure Value Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

SCHEDULE OF INVESTMENTS

December 31, 2018

S&P MIDCAP 400® PURE VALUE FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS[†] - 99.5%					
INDUSTRIAL - 24.8%					
Ryder System, Inc.	4,161	\$ 200,352	Bank OZK	3,540	\$ 80,818
Tech Data Corp.*	2,192	179,328	Old Republic International Corp.	3,907	80,367
Arrow Electronics, Inc.*	2,584	178,167	Stifel Financial Corp.	1,760	72,899
SYNNEX Corp.	2,187	176,797	First American Financial Corp.	1,630	72,763
AECOM*	5,987	158,656	Senior Housing Properties Trust REIT	5,840	68,445
Avnet, Inc.	4,260	153,786	Alexander & Baldwin, Inc. REIT*	3,383	62,180
Trinity Industries, Inc.	6,450	132,806	Sabra Health Care REIT, Inc.	3,544	58,405
Jabil, Inc.	5,250	130,147	PacWest Bancorp	1,740	57,907
Resideo Technologies, Inc.*	6,150	126,382	Associated Banc-Corp.	2,577	50,999
AGCO Corp.	1,772	98,647	Umpqua Holdings Corp.	3,188	50,689
Knight-Swift Transportation Holdings, Inc.	3,230	80,976	Jones Lang LaSalle, Inc.	390	49,374
MasTec, Inc.*	1,990	80,714	Hancock Whitney Corp.	1,310	45,392
Owens-Illinois, Inc.*	4,420	76,201	Washington Federal, Inc.	1,510	40,332
EMCOR Group, Inc.	1,021	60,943	First Horizon National Corp.	3,060	40,270
Oshkosh Corp.	990	60,697	Pinnacle Financial Partners, Inc.	780	35,958
Terex Corp.	2,170	59,827	Total Financial		1,756,169
Granite Construction, Inc.	1,410	56,795	BASIC MATERIALS - 9.6%		
Silgan Holdings, Inc.	1,930	45,586	United States Steel Corp.	10,660	194,438
Timken Co.	1,200	44,784	Reliance Steel & Aluminum Co.	1,990	141,628
Worthington Industries, Inc.	1,270	44,247	Olin Corp.	6,820	137,150
Belden, Inc.	1,050	43,858	Commercial Metals Co.	6,336	101,503
Werner Enterprises, Inc.	1,410	41,652	Domtar Corp.	2,587	90,881
Total Industrial		2,231,348	Carpenter Technology Corp.	2,060	73,357
CONSUMER, CYCLICAL - 24.2%			Minerals Technologies, Inc.	1,190	61,095
Bed Bath & Beyond, Inc.	20,250	229,230	Steel Dynamics, Inc.	1,970	59,179
AutoNation, Inc.*	5,716	204,061	Total Basic Materials		859,231
KB Home	10,360	197,876	ENERGY - 9.4%		
Dillard's, Inc. — Class A ¹	3,230	194,801	McDermott International, Inc.*	31,533	206,235
Dana, Inc.	12,140	165,468	Murphy USA, Inc.*	1,551	118,869
TRI Pointe Group, Inc.*	14,880	162,639	Patterson-UTI Energy, Inc.	8,970	92,840
World Fuel Services Corp.	7,499	160,554	SM Energy Co.	5,680	87,926
Toll Brothers, Inc.	4,180	137,647	Range Resources Corp.	9,100	87,087
Big Lots, Inc.	4,143	119,815	Equities Corp.	3,960	74,804
Dick's Sporting Goods, Inc.	3,558	111,010	Oceaneering International, Inc.*	5,307	64,215
Thor Industries, Inc.	2,020	105,040	Oasis Petroleum, Inc.*	11,610	64,203
Delphi Technologies plc	6,520	93,367	Diamond Offshore Drilling, Inc.*	5,270	49,749
JetBlue Airways Corp.*	5,157	82,821	Total Energy		845,928
Marriott Vacations Worldwide Corp.	880	62,049	CONSUMER, NON-CYCLICAL - 8.4%		
Adient plc	3,640	54,818	ManpowerGroup, Inc.	2,197	142,366
Signet Jewelers Ltd.	1,470	46,702	Patterson Companies, Inc.	5,421	106,577
Casey's General Stores, Inc.	330	42,286	Avis Budget Group, Inc.*	4,422	99,406
Total Consumer, Cyclical		2,170,184	Graham Holdings Co. — Class B	126	80,713
FINANCIAL - 19.5%			Acadia Healthcare Company, Inc.*	3,000	77,130
Realogy Holdings Corp.	11,810	173,371	MEDNAX, Inc.*	2,250	74,250
Legg Mason, Inc.	5,809	148,188	Sanderson Farms, Inc.	630	62,553
Reinsurance Group of America, Inc. — Class A	875	122,701	TreeHouse Foods, Inc.*	1,120	56,795
Janus Henderson Group plc	4,850	100,492	Hain Celestial Group, Inc.*	3,300	52,338
Navient Corp.	10,508	92,575	Total Consumer, Non-cyclical		752,128
Alleghany Corp.	140	87,265	TECHNOLOGY - 2.1%		
New York Community Bancorp, Inc.	8,893	83,683	Pitney Bowes, Inc.	11,220	66,310
CNO Financial Group, Inc.	5,450	81,096	CACI International, Inc. — Class A*	300	43,209
			NetScout Systems, Inc.*	1,735	40,998

S&P MIDCAP 400® PURE VALUE FUND

	SHARES	VALUE		SHARES	VALUE
Perspecta, Inc.	2,170	\$ 37,368			
Total Technology		<u>187,885</u>			
COMMUNICATIONS - 1.5%					
Telephone & Data Systems, Inc.	4,225	<u>137,481</u>			
Total Common Stocks					
(Cost \$8,746,895)		<u>8,940,354</u>			
	FACE				
	<u>AMOUNT</u>				
REPURCHASE AGREEMENTS^{††2} - 0.7%			SECURITIES LENDING COLLATERAL^{†3} - 1.4%		
JPMorgan Chase & Co.			Money Market Fund		
issued 12/31/18 at 2.95%			First American Government		
due 01/02/19	\$ 39,139	39,139	Obligations Fund — Class Z, 2.32% ⁴	125,841	\$ 125,841
Barclays Capital			Total Securities Lending Collateral		
issued 12/31/18 at 2.93%	16,277	16,277	(Cost \$125,841)		<u>125,841</u>
due 01/02/19			Total Investments - 101.6%		
Bank of America Merrill Lynch			(Cost \$8,939,003)		<u>\$ 9,132,462</u>
issued 12/31/18 at 2.95%	10,851	<u>10,851</u>	Other Assets & Liabilities, net - (1.6)%		<u>(147,277)</u>
due 01/02/19			Total Net Assets - 100.0%		<u>\$ 8,985,185</u>
Total Repurchase Agreements					
(Cost \$66,267)		<u>66,267</u>			

* Non-income producing security.

[†] Value determined based on Level 1 inputs — See Note 4.^{††} Value determined based on Level 2 inputs — See Note 4.¹ All or a portion of this security is on loan at December 31, 2018 — See Note 7.² Repurchase Agreements — See Note 6.³ Securities lending collateral — See Note 7.⁴ Rate indicated is the 7-day yield as of December 31, 2018.

plc — Public Limited Company

REIT — Real Estate Investment Trust

See Sector Classification in Other Information section.

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Investments in Securities (Assets)				
Common Stocks	\$ 8,940,354	\$ —	\$ —	\$ 8,940,354
Repurchase Agreements	—	66,267	—	66,267
Securities Lending Collateral	125,841	—	—	125,841
Total Assets	\$ 9,066,195	\$ 66,267	\$ —	\$ 9,132,462

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

**STATEMENT OF ASSETS
AND LIABILITIES**

December 31, 2018

ASSETS:

Investments, at value - including \$146,071 of securities loaned (cost \$8,872,736)	\$ 9,066,195
Repurchase agreements, at value (cost \$66,267)	66,267
Cash	21,296
Receivables:	
Securities sold	47,272
Fund shares sold	11,159
Dividends	9,096
Securities lending income	117
Interest	5
Total assets	9,221,407

LIABILITIES:

Payable for:	
Return of securities lending collateral	147,137
Fund shares redeemed	48,327
Management fees	5,643
Transfer agent and administrative fees	1,881
Investor service fees	1,881
Portfolio accounting fees	752
Trustees' fees*	276
Miscellaneous	30,325
Total liabilities	236,222

Commitments and contingent liabilities (Note 13)

NET ASSETS	\$ 8,985,185
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NET ASSETS CONSIST OF:

Paid in capital	\$ 9,950,280
Total distributable earnings (loss)	(965,095)
Net assets	\$ 8,985,185
Capital shares outstanding	261,017
Net asset value per share	\$34.42

**STATEMENT OF
OPERATIONS**

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends (net of foreign withholding tax of \$20)	\$ 195,251
Interest	1,565
Income from securities lending, net	8,809
Total investment income	205,625

EXPENSES:

Management fees	96,954
Investor service fees	32,318
Transfer agent and administrative fees	32,318
Professional fees	14,865
Portfolio accounting fees	12,927
Trustees' fees*	3,899
Custodian fees	1,892
Line of credit fees	9
Miscellaneous	14,170
Total expenses	209,352
Net investment loss	(3,727)

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments	(300,173)
Net realized loss	(300,173)
Net change in unrealized appreciation (depreciation) on:	
Investments	(2,067,546)
Net change in unrealized appreciation (depreciation)	(2,067,546)
Net realized and unrealized loss	(2,367,719)
Net decrease in net assets resulting from operations	\$ (2,371,446)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment loss	\$ (3,727)	\$ (17,660)
Net realized gain (loss) on investments	(300,173)	3,203,311
Net change in unrealized appreciation (depreciation) on investments	(2,067,546)	(1,434,502)
Net increase (decrease) in net assets resulting from operations	(2,371,446)	1,751,149
Distributions to shareholders	(1,912,944)	(2,937,929) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	15,203,247	20,987,144
Distributions reinvested	1,912,944	2,937,929
Cost of shares redeemed	(21,262,053)	(35,529,984)
Net decrease from capital share transactions	(4,145,862)	(11,604,911)
Net decrease in net assets	(8,430,252)	(12,791,691)
NET ASSETS:		
Beginning of year	17,415,437	30,207,128
End of year	\$ 8,985,185	\$ 17,415,437
CAPITAL SHARE ACTIVITY:		
Shares sold	323,982	407,681
Shares issued from reinvestment of distributions	44,363	64,912
Shares redeemed	(457,135)	(678,573)
Net decrease in shares	(88,790)	(205,980)

¹ For the year ended December 31, 2017, the total distributions to shareholders were all from net realized gains (See Note 11).

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016 ^c	Year Ended December 31, 2015 ^c	Year Ended December 31, 2014 ^c
Per Share Data					
Net asset value, beginning of period	\$49.79	\$54.35	\$42.30	\$53.78	\$58.55
Income (loss) from investment operations:					
Net investment income (loss) ^a	(.01)	(.05)	(.06)	.26	.05
Net gain (loss) on investments (realized and unrealized)	(7.95)	6.13	12.41	(5.93)	3.68
Total from investment operations	(7.96)	6.08	12.35	(5.67)	3.73
Less distributions from:					
Net investment income	—	—	(.30)	(.08)	(.05)
Net realized gains	(7.41)	(10.64)	—	(5.73)	(8.45)
Total distributions	(7.41)	(10.64)	(.30)	(5.81)	(8.50)
Net asset value, end of period	\$34.42	\$49.79	\$54.35	\$42.30	\$53.78
Total Return^b	(18.98%)	13.15%	28.89%	(11.86%)	6.72%
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$8,985	\$17,415	\$30,207	\$12,007	\$17,460
Ratios to average net assets:					
Net investment income (loss)	(0.03%)	(0.10%)	(0.07%)	0.52%	0.08%
Total expenses	1.62%	1.61%	1.56%	1.50%	1.57%
Portfolio turnover rate	145%	144%	282%	280%	353%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Share split — Per share amounts for the years presented through December 31, 2016 have been restated to reflect a 2:1 share split effective December 1, 2016.

S&P SMALLCAP 600® PURE GROWTH FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a benchmark for small-cap growth securities on a daily basis. The Fund's current benchmark is the S&P SmallCap 600® Pure Growth Index (the "underlying index").

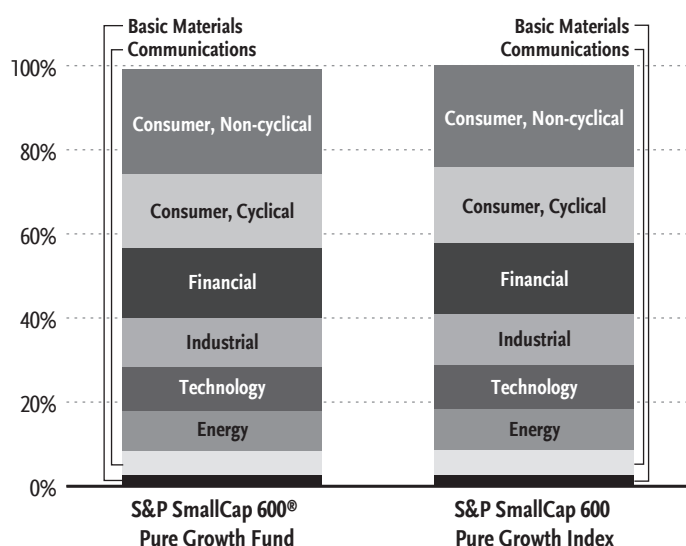
For the year ended December 31, 2018, S&P SmallCap 600® Pure Growth Fund return was -9.03%, compared with a return of -7.42% for the underlying index. The Fund maintained a daily correlation of over 99% to its benchmark for the period.

The Information Technology sector and the Consumer Discretionary sector detracted the most from the return of the underlying index for the period. The Communication Services sector and the Energy sector were the only contributors to return.

The best-performing stocks of the underlying index were World Wrestling Entertainment, Inc. Class A, BioTelemetry, Inc., and Amedisys, Inc. The weakest performers of the underlying index were MiMedx Group, Inc., Applied Optoelectronics, Inc., and Cutera, Inc.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



"Holdings Diversification (Market Exposure as % of Net Assets)" excludes any temporary cash investments.

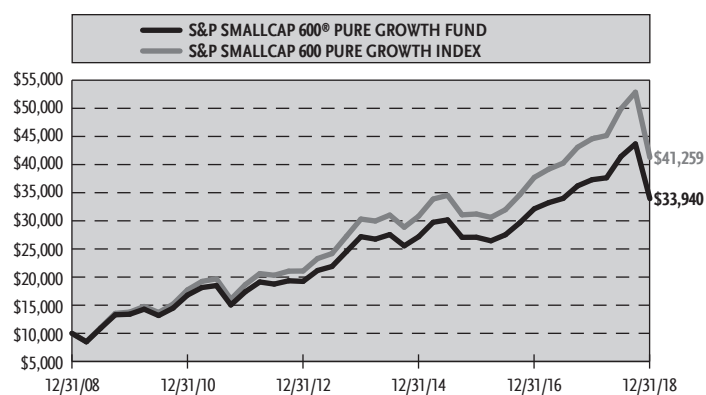
Inception Date: May 3, 2004

Ten Largest Holdings (% of Total Net Assets)

Renewable Energy Group, Inc.	1.9%
Ascena Retail Group, Inc.	1.5%
KEMET Corp.	1.4%
Medpace Holdings, Inc.	1.3%
Investment Technology Group, Inc.	1.2%
Penn Virginia Corp.	1.2%
Medifast, Inc.	1.2%
Tabula Rasa HealthCare, Inc.	1.2%
Shake Shack, Inc. — Class A	1.2%
Amedisys, Inc.	1.2%
Top Ten Total	13.3%

"Ten Largest Holdings" excludes any temporary cash investments.

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
S&P SmallCap 600® Pure Growth Fund	(9.03%)	4.54%	13.00%
S&P SmallCap 600 Pure Growth Index	(7.42%)	6.36%	15.23%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The S&P SmallCap 600 Pure Growth Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

S&P SMALLCAP 600® PURE GROWTH FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS† - 99.1%					
CONSUMER, NON-CYCLICAL - 25.0%					
Medpace Holdings, Inc.*	4,020	\$ 212,779	Sleep Number Corp.*	3,793	\$ 120,352
Medifast, Inc.	1,621	202,657	Children's Place, Inc.	1,190	107,207
Amedisys, Inc.*	1,686	197,448	Dorman Products, Inc.*	1,180	106,224
Tactile Systems Technology, Inc.*	4,070	185,388	Ruth's Hospitality Group, Inc.	4,282	97,330
CONMED Corp.	2,780	178,476	El Pollo Loco Holdings, Inc.*	6,230	94,509
Avon Products, Inc.*	116,500	177,080	Cavco Industries, Inc.*	697	90,875
Innoviva, Inc.*	9,996	174,430	Crocs, Inc.*	3,390	88,072
Supernus Pharmaceuticals, Inc.*	5,171	171,780	Mobile Mini, Inc.	2,640	83,820
Luminex Corp.	7,190	166,161	FirstCash, Inc.	1,138	82,334
WD-40 Co.	810	148,441	Allegiant Travel Co. — Class A	820	82,180
AngioDynamics, Inc.*	7,290	146,748	Belmond Ltd. — Class A*	3,130	78,344
Inter Parfums, Inc.	2,132	139,795	UniFirst Corp.	510	72,966
Neogen Corp.*	2,009	114,513	Dave & Buster's Entertainment, Inc.	1,625	72,410
Career Education Corp.*	9,660	110,317	Dine Brands Global, Inc.	810	54,545
Green Dot Corp. — Class A*	1,350	107,352	Total Consumer, Cyclical		2,979,417
Integer Holdings Corp.*	1,382	105,391	FINANCIAL - 16.7%		
Heska Corp.*	1,170	100,737	Investment Technology Group, Inc.	6,790	205,330
Repligen Corp.*	1,881	99,204	Agree Realty Corp. REIT	2,690	159,033
Eagle Pharmaceuticals, Inc.*	2,406	96,938	Navigators Group, Inc.	2,230	154,963
Cardtronics plc — Class A*	3,680	95,680	Four Corners Property Trust, Inc. REIT	5,636	147,663
Corcept Therapeutics, Inc.*	6,378	85,210	United Fire Group, Inc.	2,620	145,279
HMS Holdings Corp.*	2,920	82,140	Blucora, Inc.*	5,260	140,126
American Public Education, Inc.*	2,770	78,834	HCI Group, Inc.	2,550	129,566
Monro, Inc.	1,140	78,375	Redwood Trust, Inc. REIT	8,380	126,287
Endo International plc*	10,610	77,453	RLI Corp.	1,770	122,112
Ensign Group, Inc.	1,910	74,089	Triumph Bancorp, Inc.*	3,790	112,563
Vanda Pharmaceuticals, Inc.*	2,500	65,325	Universal Insurance Holdings, Inc.	2,910	110,347
CorVel Corp.*	1,051	64,868	Old National Bancorp	7,070	108,878
AMN Healthcare Services, Inc.*	1,141	64,649	Independent Bank Corp.	1,430	100,543
Merit Medical Systems, Inc.*	1,149	64,126	Armada Hoffer Properties, Inc. REIT	7,090	99,685
Amphastar Pharmaceuticals, Inc.*	3,160	62,884	Washington Prime Group, Inc. REIT	18,060	87,772
Surmodics, Inc.*	1,258	59,453	Community Bank System, Inc.	1,450	84,535
REGENXBIO, Inc.*	1,380	57,891	Marcus & Millichap, Inc.*	2,300	78,959
Addus HomeCare Corp.*	840	57,019	LegacyTexas Financial Group, Inc.	2,454	78,749
Strategic Education, Inc.	480	54,442	First Financial Bankshares, Inc.	1,350	77,881
CryoLife, Inc.*	1,880	53,354	Easterly Government Properties, Inc. REIT	4,912	77,020
Tivity Health, Inc.*	2,130	52,845	eHealth, Inc.*	1,970	75,687
Forrester Research, Inc.	1,170	52,299	Urstadt Biddle Properties, Inc. — Class A REIT	3,860	74,189
Meridian Bioscience, Inc.	2,980	51,733	City Holding Co.	1,030	69,618
BioTelemetry, Inc.*	822	49,090	Seacoast Banking Corporation of Florida*	2,640	68,693
Spectrum Pharmaceuticals, Inc.*	4,240	37,100	Glacier Bancorp, Inc.	1,430	56,657
Total Consumer, Non-cyclical		4,254,494	National Storage Affiliates Trust REIT	1,889	49,983
CONSUMER, CYCLICAL - 17.5%			Westamerica Bancorporation	880	48,998
Ascena Retail Group, Inc.*	102,200	256,522	Community Healthcare Trust, Inc. REIT	1,620	46,705
Shake Shack, Inc. — Class A*	4,443	201,801	Total Financial		2,837,821
Guess?, Inc.	8,770	182,153	INDUSTRIAL - 11.6%		
iRobot Corp.*	2,101	175,938	KEMET Corp.	13,484	236,510
Wingstop, Inc.	2,614	167,793	Vicor Corp.*	5,034	190,235
BJ's Restaurants, Inc.	3,310	167,387	SPX Corp.*	4,800	134,448
Shoe Carnival, Inc.	4,930	165,204	Matson, Inc.	4,050	129,681
Tailored Brands, Inc.	12,030	164,089	DXP Enterprises, Inc.*	4,570	127,229
Regis Corp.*	8,060	136,617	Axon Enterprise, Inc.*	2,888	126,350
Marcus Corp.	3,310	130,745	Aerovironment, Inc.*	1,836	124,756
			Electro Scientific Industries, Inc.*	3,843	115,136

December 31, 2018

	SHARES	VALUE		SHARES	VALUE
Franklin Electric Company, Inc.	2,620	\$ 112,346	EW Scripps Co. — Class A	5,610	\$ 88,245
Proto Labs, Inc.*	943	106,361	ATN International, Inc.	1,130	80,829
Harsco Corp.*	5,199	103,252	Harmonic, Inc.*	14,190	66,977
Exponent, Inc.	1,550	78,601	8x8, Inc.*	3,610	65,124
ESCO Technologies, Inc.	1,190	78,480	Viavi Solutions, Inc.*	5,150	51,758
National Presto Industries, Inc. ¹	650	75,998	Total Communications		1,009,413
Albany International Corp. — Class A	1,038	64,802	BASIC MATERIALS - 2.5%		
Raven Industries, Inc.	1,715	62,066	Kaiser Aluminum Corp.	1,850	165,187
US Ecology, Inc.	950	59,831	Hawkins, Inc.	2,622	107,371
Aerojet Rocketdyne Holdings, Inc.*	1,462	51,506	Innospec, Inc.	1,640	101,286
Total Industrial		1,977,588	Quaker Chemical Corp.	270	47,982
TECHNOLOGY - 10.5%			Total Basic Materials		421,826
Tabula Rasa HealthCare, Inc.*	3,176	202,502	Total Common Stocks		
Nanometrics, Inc.*	7,200	196,776	(Cost \$15,181,587)		16,865,512
Unisys Corp.*	16,230	188,755			
Bottomline Technologies DE, Inc.*	3,450	165,600			
SPS Commerce, Inc.*	1,950	160,641			
Semtech Corp.*	2,900	133,023			
Cabot Microelectronics Corp.	1,126	107,364			
Engility Holdings, Inc.*	3,630	103,310			
Virtusa Corp.*	2,181	92,889			
3D Systems Corp.*	8,440	85,835			
CTS Corp.	3,290	85,178			
Omnicell, Inc.*	1,355	82,980			
Brooks Automation, Inc.	2,640	69,115			
Agilysys, Inc.*	4,130	59,224			
NextGen Healthcare, Inc.*	3,282	49,722			
Total Technology		1,782,914			
ENERGY - 9.4%					
Renewable Energy Group, Inc.*	12,580	323,306			
Penn Virginia Corp.*	3,750	202,725			
KLX Energy Services Holdings, Inc.*	7,078	165,979			
SunCoke Energy, Inc.*	19,400	165,870			
HighPoint Resources Corp.*	66,570	165,759			
Denbury Resources, Inc.*	95,560	163,407			
ProPetro Holding Corp.*	10,840	133,549			
Pioneer Energy Services Corp.*	88,610	108,990			
Archrock, Inc.	11,840	88,682			
Carrizo Oil & Gas, Inc.*	7,420	83,772			
Total Energy		1,602,039			
COMMUNICATIONS - 5.9%					
Perficient, Inc.*	7,920	176,299			
Iridium Communications, Inc.*	8,230	151,843			
Stamps.com, Inc.*	899	139,921			
Liquidity Services, Inc.*	16,070	99,152			
QuinStreet, Inc.*	5,500	89,265			

S&P SMALLCAP 600® PURE GROWTH FUND

* Non-income producing security.

† Value determined based on Level 1 inputs — See Note 4.

†† Value determined based on Level 2 inputs — See Note 4.

¹ All or a portion of this security is on loan at December 31, 2018 — See Note 7.

² Repurchase Agreements — See Note 6.

³ Securities lending collateral — See Note 7.

⁴ Rate indicated is the 7-day yield as of December 31, 2018.

plc — Public Limited Company

REIT — Real Estate Investment Trust

See Sector Classification in Other Information section.

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Common Stocks	\$ 16,865,512	\$ —	\$ —	\$ 16,865,512
Repurchase Agreements	—	114,063	—	114,063
Securities Lending Collateral	50,084	—	—	50,084
Total Assets	\$ 16,915,596	\$ 114,063	\$ —	\$ 17,029,659

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

**STATEMENT OF ASSETS
AND LIABILITIES**

December 31, 2018

ASSETS:

Investments, at value - including \$56,122 of securities loaned (cost \$15,231,671)	\$ 16,915,596
Repurchase agreements, at value (cost \$114,063)	114,063
Cash	8,476
Receivables:	
Securities sold	211,238
Fund shares sold	111,338
Dividends	6,573
Securities lending income	68
Interest	9
Total assets	17,367,361

LIABILITIES:

Payable for:	
Securities purchased	212,799
Return of securities lending collateral	58,560
Fund shares redeemed	13,345
Management fees	11,747
Transfer agent and administrative fees	3,916
Investor service fees	3,916
Portfolio accounting fees	1,566
Trustees' fees*	490
Miscellaneous	55,480
Total liabilities	361,819

Commitments and contingent liabilities (Note 13)

NET ASSETS	\$ 17,005,542
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NET ASSETS CONSIST OF:

Paid in capital	\$ 17,423,326
Total distributable earnings (loss)	(417,784)
Net assets	\$ 17,005,542
Capital shares outstanding	346,560
Net asset value per share	\$49.07

**STATEMENT OF
OPERATIONS**

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends	\$ 113,576
Interest	3,035
Income from securities lending, net	30,220
Total investment income	146,831

EXPENSES:

Management fees	178,271
Investor service fees	59,424
Transfer agent and administrative fees	59,424
Professional fees	28,996
Portfolio accounting fees	23,769
Trustees' fees*	5,322
Custodian fees	3,408
Line of credit fees	80
Miscellaneous	29,232
Total expenses	387,926
Net investment loss	(241,095)

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments	(1,539,254)
Net realized loss	(1,539,254)
Net change in unrealized appreciation (depreciation) on:	
Investments	(1,822,907)
Net change in unrealized appreciation (depreciation)	(1,822,907)
Net realized and unrealized loss	(3,362,161)
Net decrease in net assets resulting from operations	\$ (3,603,256)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment loss	\$ (241,095)	\$ (173,656)
Net realized gain (loss) on investments	(1,539,254)	1,913,809
Net change in unrealized appreciation (depreciation) on investments	(1,822,907)	383,097
Net increase (decrease) in net assets resulting from operations	(3,603,256)	2,123,250
Distributions to shareholders	(549,379)	(799,644) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	68,349,093	48,903,502
Distributions reinvested	549,379	799,644
Cost of shares redeemed	(68,178,483)	(51,432,819)
Net increase (decrease) from capital share transactions	719,989	(1,729,673)
Net decrease in net assets	(3,432,646)	(406,067)
NET ASSETS:		
Beginning of year	20,438,188	20,844,255
End of year	\$ 17,005,542	\$ 20,438,188
CAPITAL SHARE ACTIVITY:		
Shares sold	1,133,425	940,267
Shares issued from reinvestment of distributions	8,745	15,863
Shares redeemed	(1,167,579)	(1,002,241)
Net decrease in shares	(25,409)	(46,111)

¹ For the year ended December 31, 2017, the total distributions to shareholders were all from net realized gains (See Note 11).

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015	Year Ended December 31, 2014
Per Share Data					
Net asset value, beginning of period	\$54.95	\$49.86	\$42.01	\$45.67	\$45.67
Income (loss) from investment operations:					
Net investment income (loss) ^a	(.60)	(.47)	(.14)	(.30)	(.38)
Net gain (loss) on investments (realized and unrealized)	(4.12)	8.25	7.99	.62	.38
Total from investment operations	(4.72)	7.78	7.85	.32	—
Less distributions from:					
Net realized gains	(1.16)	(2.69)	—	(3.98)	—
Total distributions	(1.16)	(2.69)	—	(3.98)	—
Net asset value, end of period	\$49.07	\$54.95	\$49.86	\$42.01	\$45.67
Total Return^b	(9.03%)	16.08%	18.69%	(0.37%)	0.00%
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$17,006	\$20,438	\$20,844	\$22,156	\$25,379
Ratios to average net assets:					
Net investment income (loss)	(1.01%)	(0.90%)	(0.32%)	(0.64%)	(0.85%)
Total expenses	1.63%	1.61%	1.56%	1.50%	1.57%
Portfolio turnover rate	313%	280%	475%	282%	268%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

S&P SMALLCAP 600® PURE VALUE FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a benchmark for small-cap value securities on a daily basis. The Fund's current benchmark is the S&P SmallCap 600® Pure Value Index (the "underlying index").

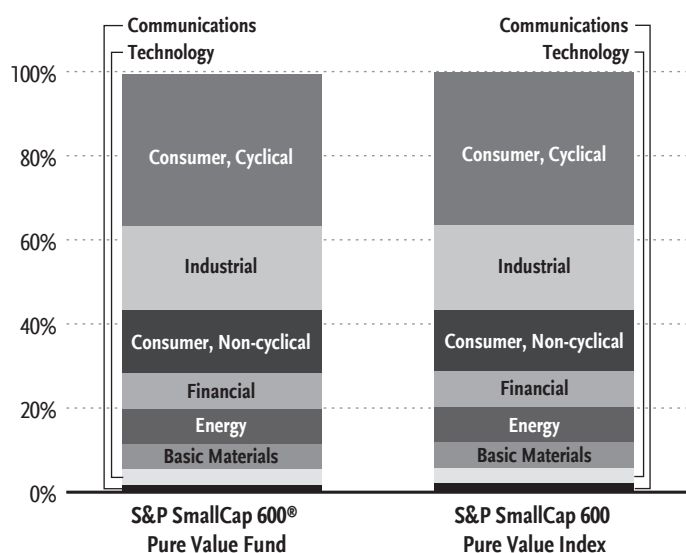
For the year ended December 31, 2018, S&P SmallCap 600® Pure Value Fund returned -20.58%, compared with a return of -19.31% for the underlying index. The Fund maintained a daily correlation of over 99% to its benchmark for the period.

The sectors detracting the most from the return of the underlying index for the year were the Consumer Discretionary sector and the Industrials sector. No sector contributed to return. The Financials sector detracted the least from return.

The stocks contributing the most to return of the underlying index were Fossil Group, Inc., Renewable Energy Group, Inc., and OFG Bancorp. Those detracting the most from return of the underlying index were Cloud Peak Energy, Inc., Roadrunner Transportation Systems, Inc., and Superior Industries International, Inc.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



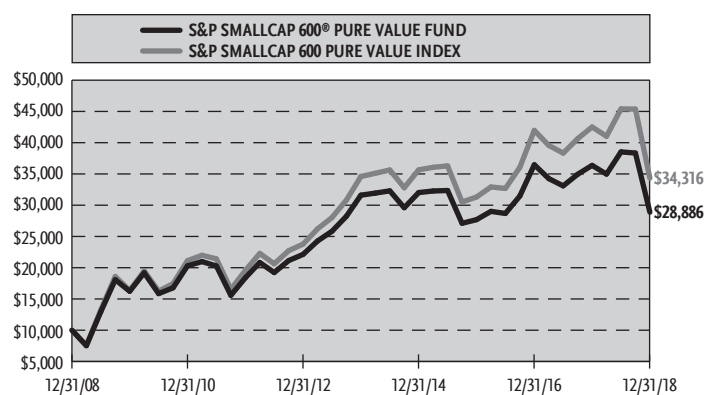
"Holdings Diversification (Market Exposure as % of Net Assets)" excludes any temporary cash investments.

Inception Date: May 3, 2004

Ten Largest Holdings (% of Total Net Assets)

Ultra Clean Holdings, Inc.	1.3%
Orion Group Holdings, Inc.	1.3%
Group 1 Automotive, Inc.	1.3%
Sonic Automotive, Inc. — Class A	1.3%
Hibbett Sports, Inc.	1.3%
American Axle & Manufacturing Holdings, Inc.	1.3%
Kelly Services, Inc. — Class A	1.3%
M/I Homes, Inc.	1.2%
William Lyon Homes — Class A	1.2%
SpartanNash Co.	1.2%
Top Ten Total	12.7%

"Ten Largest Holdings" excludes any temporary cash investments.

Cumulative Fund Performance^{*,†}Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
S&P SmallCap 600® Pure Value Fund	(20.58%)	(1.78%)	11.19%
S&P SmallCap 600 Pure Value Index	(19.31%)	(0.16%)	13.12%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The S&P SmallCap 600 Pure Value Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

S&P SMALLCAP 600® PURE VALUE FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS† - 99.5%			INDUSTRIAL - 20.0%		
CONSUMER, CYCLICAL - 36.3%					
Group 1 Automotive, Inc.	2,126	\$ 112,083	Orion Group Holdings, Inc.*	26,392	\$ 113,222
Sonic Automotive, Inc. — Class A	8,114	111,649	Griffon Corp.	8,910	93,110
Hibbett Sports, Inc.*	7,736	110,625	Olympic Steel, Inc.	6,297	89,858
American Axle & Manufacturing Holdings, Inc.*	9,850	109,335	Boise Cascade Co.	3,424	81,662
M/I Homes, Inc.*	4,915	103,313	TTM Technologies, Inc.*	8,150	79,300
William Lyon Homes — Class A*	9,580	102,410	TimkenSteel Corp.*	8,519	74,456
Genesco, Inc.*	2,271	100,605	Lydall, Inc.*	3,650	74,131
Express, Inc.*	18,886	96,508	Atlas Air Worldwide Holdings, Inc.*	1,747	73,706
Chico's FAS, Inc.	17,043	95,782	ArcBest Corp.	2,082	71,329
Meritage Homes Corp.*	2,460	90,331	Universal Forest Products, Inc.	2,490	64,640
Office Depot, Inc.	34,705	89,539	MYR Group, Inc.*	2,260	63,664
Vista Outdoor, Inc.*	7,866	89,279	Briggs & Stratton Corp.	4,569	59,763
Lithia Motors, Inc. — Class A	1,040	79,383	Benchmark Electronics, Inc.	2,786	59,007
Winnebago Industries, Inc.	3,270	79,167	Sanmina Corp.*	2,403	57,816
Veritiv Corp.*	3,133	78,231	Echo Global Logistics, Inc.*	2,803	56,985
ScanSource, Inc.*	2,258	77,630	Multi-Color Corp.	1,490	52,284
Cooper-Standard Holdings, Inc.*	1,151	71,500	Arcosa, Inc.*	1,860	51,503
Abercrombie & Fitch Co. — Class A	3,525	70,676	Greenbrier Companies, Inc.	1,212	47,923
Cato Corp. — Class A	4,895	69,852	Aegion Corp. — Class A*	2,524	41,192
Anixter International, Inc.*	1,242	67,453	Patrick Industries, Inc.*	1,370	40,566
Red Robin Gourmet Burgers, Inc.*	2,410	64,395	Ichor Holdings Ltd.*	2,300	37,490
MDC Holdings, Inc.	2,270	63,810	US Concrete, Inc.*	1,020	35,986
MarineMax, Inc.*	3,411	62,455	Encore Wire Corp.	549	27,549
Superior Industries International, Inc.	12,964	62,357	Comtech Telecommunications Corp.	1,087	26,458
EZCORP, Inc. — Class A*	7,959	61,523	TopBuild Corp.*	580	26,100
Vitamin Shoppe, Inc.*	12,960	61,430	Bel Fuse, Inc. — Class B	1,415	26,064
Kirkland's, Inc.*	6,405	61,040	Astec Industries, Inc.	860	25,963
Essendant, Inc.	4,500	56,610	CIRCOR International, Inc.*	1,200	25,560
Wabash National Corp.	4,220	55,197	Powell Industries, Inc.	962	24,059
Zumiez, Inc.*	2,785	53,388	Mueller Industries, Inc.	940	21,959
Lumber Liquidators Holdings, Inc.*	5,440	51,789	SPX FLOW, Inc.*	710	21,598
Titan International, Inc.	11,049	51,488	Tredegar Corp.	1,289	20,444
J.C. Penney Company, Inc.* ¹	46,016	47,857	Apogee Enterprises, Inc.	630	18,805
Core-Mark Holding Company, Inc.	2,031	47,221	Total Industrial		1,684,152
Caleres, Inc.	1,622	45,140	CONSUMER, NON-CYCLICAL - 14.9%		
Haverty Furniture Companies, Inc.	2,232	41,917	Kelly Services, Inc. — Class A	5,182	106,127
Francesca's Holdings Corp.*	38,772	37,640	SpartanNash Co.	5,955	102,307
LGI Homes, Inc.* ¹	740	33,463	Magellan Health, Inc.*	1,680	95,575
Unifi, Inc.*	1,339	30,583	United Natural Foods, Inc.*	8,880	94,039
Cooper Tire & Rubber Co.	926	29,938	Andersons, Inc.	2,889	86,352
Ethan Allen Interiors, Inc.	1,630	28,672	ABM Industries, Inc.	2,550	81,880
Barnes & Noble, Inc.	3,920	27,793	Dean Foods Co.	18,985	72,333
Barnes & Noble Education, Inc.*	6,642	26,634	Seneca Foods Corp. — Class A*	2,549	71,933
GameStop Corp. — Class A	2,074	26,174	Cross Country Healthcare, Inc.*	9,014	66,073
Fossil Group, Inc.*	1,582	24,885	Diplomat Pharmacy, Inc.*	4,067	54,742
G-III Apparel Group Ltd.*	880	24,543	Rent-A-Center, Inc.*	3,280	53,103
Motorcar Parts of America, Inc.*	1,444	24,028	TrueBlue, Inc.*	2,202	48,995
SkyWest, Inc.	520	23,124	Quanex Building Products Corp.	2,690	36,557
Vera Bradley, Inc.*	2,641	22,633	Owens & Minor, Inc.	5,730	36,271
Total Consumer, Cyclical		3,053,078	Team, Inc.*	2,459	36,024
			Universal Corp.	663	35,902
			Invacare Corp.	7,585	32,615
			Lannett Company, Inc.* ¹	5,800	28,768
			Assertio Therapeutics, Inc.*	7,700	27,797
			Matthews International Corp. — Class A	590	23,966

December 31, 2018

	SHARES	VALUE
LSC Communications, Inc.	3,353	\$ 23,471
Select Medical Holdings Corp.*	1,160	17,806
Central Garden & Pet Co. — Class A*	530	16,563
Central Garden & Pet Co.*	140	4,823
Total Consumer, Non-cyclical		1,254,022
FINANCIAL - 8.5%		
International. FCStone, Inc.*	1,901	69,538
Encore Capital Group, Inc.*	2,700	63,450
Ambac Financial Group, Inc.*	3,360	57,926
iStar, Inc. REIT	5,280	48,418
Customers Bancorp, Inc.*	2,480	45,136
CBL & Associates Properties, Inc. REIT	22,827	43,828
Stewart Information Services Corp.	1,057	43,760
Third Point Reinsurance Ltd.*	3,580	34,511
Opus Bank	1,555	30,463
Invesco Mortgage Capital, Inc. REIT	1,995	28,888
Summit Hotel Properties, Inc. REIT	2,860	27,828
Hersha Hospitality Trust REIT	1,450	25,433
Capstead Mortgage Corp. REIT	3,709	24,739
Horace Mann Educators Corp.	645	24,155
Maiden Holdings Ltd.	14,273	23,551
PennyMac Mortgage Investment Trust REIT	1,262	23,498
PRA Group, Inc.*	880	21,446
Cedar Realty Trust, Inc. REIT	6,510	20,441
Pacific Premier Bancorp, Inc.*	740	18,885
Hope Bancorp, Inc.	1,590	18,857
Apollo Commercial Real Estate Finance, Inc. REIT	1,030	17,160
Total Financial		711,911
ENERGY - 8.4%		
Green Plains, Inc.	6,215	81,479
US Silica Holdings, Inc.	5,970	60,774
Par Pacific Holdings, Inc.*	4,106	58,223
Superior Energy Services, Inc.*	16,600	55,610
Laredo Petroleum, Inc.*	12,267	44,407
REX American Resources Corp.*	640	43,590
SEACOR Holdings, Inc.*	1,080	39,960
Gulfport Energy Corp.*	6,020	39,431
Cloud Peak Energy, Inc.*	105,383	38,602
C&J Energy Services, Inc.*	2,750	37,125
SRC Energy, Inc.*	7,300	34,310
Helix Energy Solutions Group, Inc.*	6,336	34,278
Newpark Resources, Inc.*	4,779	32,832
Matrix Service Co.*	1,439	25,816
Exterran Corp.*	1,430	25,311
Bristow Group, Inc.* ¹	8,778	21,330
Oil States International, Inc.*	1,382	19,735
Ring Energy, Inc.*	3,380	17,170
Total Energy		709,983

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S&P SMALLCAP 600® PURE VALUE FUND

	SHARES	VALUE
SECURITIES LENDING COLLATERAL^{†,4} - 0.9%		
Money Market Fund		
First American Government Obligations Fund — Class Z, 2.32% ⁵	72,895	\$ 72,895
Total Securities Lending Collateral (Cost \$72,895)		<u>72,895</u>
Total Investments - 101.3% (Cost \$8,644,409)		<u>\$ 8,524,709</u>
Other Assets & Liabilities, net - (1.3)%		<u>(110,360)</u>
Total Net Assets - 100.0%		<u>\$ 8,414,349</u>

* Non-income producing security.

[†] Value determined based on Level 1 inputs — See Note 4.

^{††} Value determined based on Level 2 inputs — See Note 4.

^{†††} Value determined based on Level 3 inputs — See Note 4.

¹ All or a portion of this security is on loan at December 31, 2018 — See Note 7.

² Security was fair valued by the Valuation Committee at December 31, 2018. The total market value of fair valued securities amounts to \$0, (cost \$0) or 0.0% of total net assets.

³ Repurchase Agreements — See Note 6.

⁴ Securities lending collateral — See Note 7.

⁵ Rate indicated is the 7-day yield as of December 31, 2018.

REIT — Real Estate Investment Trust

See Sector Classification in Other Information section.

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Common Stocks	\$ 8,377,785	\$ —	\$ —	\$ 8,377,785
Rights	—	—	—*	—
Repurchase Agreements	—	74,029	—	74,029
Securities Lending Collateral	72,895	—	—	72,895
Total Assets	\$ 8,450,680	\$ 74,029	\$ —	\$ 8,524,709

* Includes securities with a market value of \$0.

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

**STATEMENT OF ASSETS
AND LIABILITIES**

December 31, 2018

ASSETS:

Investments, at value - including \$76,068 of securities loaned (cost \$8,570,380)	\$ 8,450,680
Repurchase agreements, at value (cost \$74,029)	74,029
Cash	12,335
Receivables:	
Dividends	12,514
Securities lending income	441
Interest	6
Total assets	8,550,005

LIABILITIES:

Payable for:	
Return of securities lending collateral	85,231
Fund shares redeemed	5,359
Management fees	5,317
Transfer agent and administrative fees	1,772
Investor service fees	1,772
Portfolio accounting fees	709
Trustees' fees*	326
Miscellaneous	35,170
Total liabilities	135,656

Commitments and contingent liabilities (Note 13)
NET ASSETS **\$ 8,414,349**
NET ASSETS CONSIST OF:

Paid in capital	\$ 12,122,557
Total distributable earnings (loss)	(3,708,208)
Net assets	\$ 8,414,349
Capital shares outstanding	159,344
Net asset value per share	\$52.81

**STATEMENT OF
OPERATIONS**

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends (net of foreign withholding tax of \$227)	\$ 252,849
Interest	1,754
Income from securities lending, net	17,993
Total investment income	272,596

EXPENSES:

Management fees	117,810
Investor service fees	39,270
Transfer agent and administrative fees	39,270
Professional fees	19,747
Portfolio accounting fees	15,708
Trustees' fees*	4,656
Custodian fees	2,312
Line of credit fees	22
Miscellaneous	15,541
Total expenses	254,336
Net investment income	18,260

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments	(768,745)
Net realized loss	(768,745)
Net change in unrealized appreciation (depreciation) on:	
Investments	(2,189,576)
Net change in unrealized appreciation (depreciation)	(2,189,576)
Net realized and unrealized loss	(2,958,321)
Net decrease in net assets resulting from operations	\$ (2,940,061)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income (loss)	\$ 18,260	\$ (63,031)
Net realized loss on investments	(768,745)	(18,013)
Net change in unrealized appreciation (depreciation) on investments	(2,189,576)	(1,426,664)
Net decrease in net assets resulting from operations	(2,940,061)	(1,507,708)
Distributions to shareholders	—	(398,643) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	29,766,017	32,718,612
Distributions reinvested	—	398,643
Cost of shares redeemed	(36,159,635)	(41,870,956)
Net decrease from capital share transactions	(6,393,618)	(8,753,701)
Net decrease in net assets	(9,333,679)	(10,660,052)
NET ASSETS:		
Beginning of year	17,748,028	28,408,080
End of year	\$ 8,414,349	\$ 17,748,028
CAPITAL SHARE ACTIVITY:		
Shares sold	430,933	502,067
Shares issued from reinvestment of distributions	—	6,643
Shares redeemed	(538,553)	(652,665)
Net decrease in shares	(107,620)	(143,955)

¹ For the year ended December 31, 2017, the total distributions to shareholders were all from net realized gains (see Note 11).

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016 ^c	Year Ended December 31, 2015 ^c	Year Ended December 31, 2014 ^c
Per Share Data					
Net asset value, beginning of period	\$66.48	\$69.13	\$52.48	\$65.72	\$79.11
Income (loss) from investment operations:					
Net investment income (loss) ^a	.08	(.23)	(.45)	(.06)	(.39)
Net gain (loss) on investments (realized and unrealized)	(13.75)	(.20)	17.10	(8.15)	1.28
Total from investment operations	(13.67)	(.43)	16.65	(8.21)	.89
Less distributions from:					
Net realized gains	—	(2.22)	—	(5.03)	(14.28)
Total distributions	—	(2.22)	—	(5.03)	(14.28)
Net asset value, end of period	\$52.81	\$66.48	\$69.13	\$52.48	\$65.72
Total Return^b	(20.58%)	(0.28%)	31.74%	(13.54%)	1.31%
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$8,414	\$17,748	\$28,408	\$11,747	\$14,318
Ratios to average net assets:					
Net investment income (loss)	0.12%	(0.35%)	(0.44%)	(0.09%)	(0.50%)
Total expenses	1.62%	1.61%	1.56%	1.50%	1.57%
Portfolio turnover rate	194%	204%	303%	245%	144%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Share split — Per share amounts for the periods presented through December 31, 2016 have been restated to reflect a 2:1 share split effective December 1, 2016.

EUROPE 1.25x STRATEGY FUND

OBJECTIVE: Seeks to provide investment results that correlate, before fees and expenses, to the performance of a specific benchmark. The Fund's current benchmark is 125% of the fair value of the STOXX Europe 50[®] Index (the "underlying index").

For the one-year period ended December 31, 2018, Europe 1.25x Strategy Fund maintained a daily correlation of over 98% to its benchmark of 125% of the daily price movement of the underlying index. Europe 1.25x Strategy Fund returned -18.97% while the underlying index returned -14.52% over the same period.

The sectors detracting the most from the return of the underlying index of the period were Financials and Consumer Staples. No sector contributed to performance. The Utilities sector detracted the least to the performance of the underlying index for the period.

The stocks contributing the most to performance of the underlying index were Glaxo SmithKline Plc, AstraZeneca Plc, and Novartis AG. Those detracting the most from return of the underlying index were British American Tobacco Plc, Bayer AG, and Anheuser-Busch InBev SA NV.

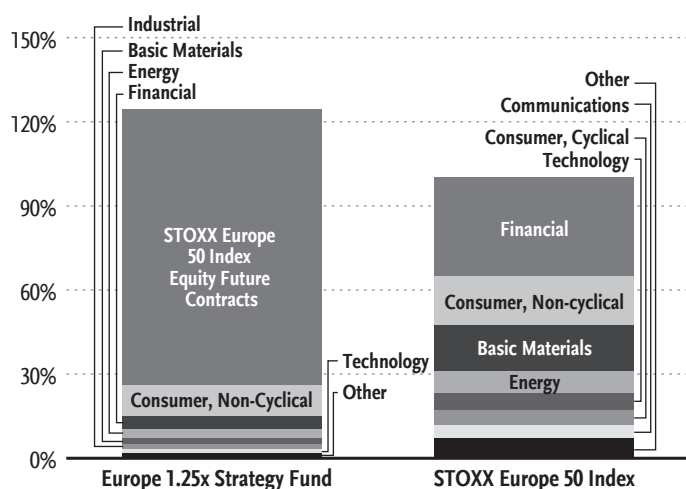
Derivatives in the Fund were used to help provide exposure to the composition of the benchmark in the highest efficient manner and to provide leverage, not for hedging purposes.

Due to the compounding of daily returns, leveraged and inverse funds' returns over periods other than one day will likely differ in amount and possibly direction from the benchmark return for the same period. Investors should monitor their leveraged and inverse funds' holdings to ensure that they are consistent with their strategies, as frequently as daily.

The effects of compounding may cause the longer-term correlation of the fund to its benchmark to diminish. The apparent discrepancy between the leveraged and unleveraged indices is the result of compounding, which is described briefly on page 6 of this report.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



Inception Date: October 1, 2001

Ten Largest Holdings (% of Total Net Assets)

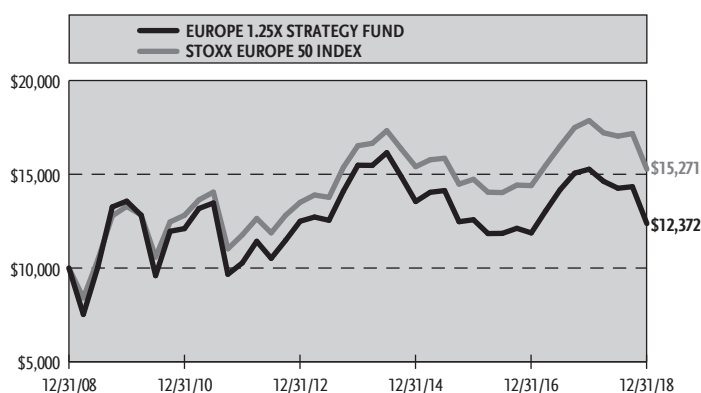
Guggenheim Strategy Fund II	32.6%
Guggenheim Ultra Short Duration Fund	25.9%
Nestle S.A. ADR	1.8%
Novartis AG ADR	1.6%
HSBC Holdings plc ADR	1.3%
Roche Holding AG ADR	1.2%
Royal Dutch Shell plc — Class A ADR	1.0%
BP plc ADR	1.0%
Total S.A. ADR	0.9%
Linde plc	0.7%
Top Ten Total	68.0%

“Ten Largest Holdings” excludes any temporary cash or derivative investments.

Country Diversification

Country	% of Long-Term Investments
United Kingdom	34%
Switzerland	20%
France	16%
Germany	13%
Netherlands	6%
Spain	3%
Denmark	2%
Other	6%
Total Long-Term Investments	100%

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
Europe 1.25x Strategy Fund	(18.97%)	(4.39%)	2.15%
STOXX Europe 50 Index	(14.52%)	(1.56%)	4.33%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The STOXX Europe 50 Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

EUROPE 1.25x STRATEGY FUND

	SHARES	VALUE		SHARES	VALUE
COMMON STOCKS[†] - 25.9%					
CONSUMER, NON-CYCLICAL - 10.8%					
Nestle S.A. ADR	602	\$ 48,738	Safran S.A. ADR	236	\$ 7,054
Novartis AG ADR	505	43,334	Schneider Electric SE ADR	436	5,895
Roche Holding AG ADR	1,069	33,224	Total Industrial		<u>51,135</u>
Diageo plc ADR	125	17,725	TECHNOLOGY - 1.2%		
AstraZeneca plc ADR	452	17,167	SAP SE ADR	165	16,426
Novo Nordisk A/S ADR	353	16,263	ASML Holding N.V. — Class G	94	14,628
Unilever N.V. — Class Y	300	16,140	Total Technology		<u>31,054</u>
Sanofi ADR	363	15,758	COMMUNICATIONS - 0.9%		
GlaxoSmithKline plc ADR	386	14,749	Vodafone Group plc ADR	499	9,621
British American Tobacco plc ADR	443	14,114	Deutsche Telekom AG ADR	516	8,762
Anheuser-Busch InBev S.A. ADR	197	12,964	Telefonica S.A. ADR	753	6,370
Bayer AG ADR	656	11,526	Total Communications		<u>24,753</u>
Unilever plc ADR	218	11,391	CONSUMER, CYCLICAL - 0.7%		
Reckitt Benckiser Group plc ADR	583	8,821	LVMH Moët Hennessy		
L'Oreal S.A. ADR	193	8,812	Louis Vuitton SE ADR	209	12,218
Total Consumer, Non-cyclical		<u>290,726</u>	Daimler AG ADR	573	7,512
FINANCIAL - 4.9%			Total Consumer, Cyclical		<u>19,730</u>
HSBC Holdings plc ADR	825	33,916	UTILITIES - 0.2%		
Allianz SE ADR	793	15,971	National Grid plc ADR	128	6,141
Prudential plc ADR	316	11,177	Total Common Stocks		
Banco Santander S.A. ADR	2,455	10,998	(Cost \$656,086)		<u>695,445</u>
Zurich Insurance Group AG ADR	282	8,405	MUTUAL FUNDS[†] - 58.5%		
BNP Paribas S.A. ADR	364	8,205	Guggenheim Strategy Fund II ²	35,332	876,931
Intesa Sanpaolo SpA ADR	576	7,730	Guggenheim Ultra Short Duration Fund ^{2,8}	69,886	696,060
UBS Group AG*	611	7,564	Total Mutual Funds		
Lloyds Banking Group plc ADR	2,887	7,391	(Cost \$1,580,133)		<u>1,572,991</u>
AXA S.A. ADR	332	7,101			
ING Groep N.V. ADR	657	7,004			
Banco Bilbao Vizcaya Argentaria S.A. ADR	1,084	5,734			
Total Financial		<u>131,196</u>			
ENERGY - 3.1%				FACE	
Royal Dutch Shell plc — Class A ADR	469	27,329		AMOUNT	
BP plc ADR	688	26,089	U.S. TREASURY BILLS^{††} - 9.4%		
Total S.A. ADR	450	23,481	U.S. Treasury Bills		
Eni SpA ADR	204	6,426	2.21% due 01/08/19 ^{3,4}	\$ 253,000	252,905
Total Energy		<u>83,325</u>	Total U.S. Treasury Bills		
BASIC MATERIALS - 2.2%			(Cost \$252,888)		<u>252,905</u>
Linde plc	120	18,725	REPURCHASE AGREEMENTS^{††,5} - 7.9%		
BASF SE ADR	671	11,803	JPMorgan Chase & Co.		
Rio Tinto plc ADR	235	11,393	issued 12/31/18 at 2.95%		
Air Liquide S.A. ADR	341	8,412	due 01/02/19	124,634	124,634
Glencore plc ADR ¹	974	7,052	Barclays Capital		
Total Basic Materials		<u>57,385</u>	issued 12/31/18 at 2.93%		
INDUSTRIAL - 1.9%			due 01/02/19	51,832	51,832
Siemens AG ADR	259	14,525	Bank of America Merrill Lynch		
Airbus SE ADR	361	8,585	issued 12/31/18 at 2.95%		
ABB Ltd. ADR	409	7,775	due 01/02/19	34,555	34,555
Vinci S.A. ADR	356	7,301	Total Repurchase Agreements		
			(Cost \$211,021)		<u>211,021</u>

EUROPE 1.25x STRATEGY FUND

	SHARES	VALUE
SECURITIES LENDING COLLATERAL^{†,6} - 0.1%		
Money Market Fund		
First American Government Obligations Fund — Class Z, 2.32% ⁷	3,246	\$ 3,246
Total Securities Lending Collateral (Cost \$3,246)		<u>3,246</u>
Total Investments - 101.8% (Cost \$2,703,374)		<u>\$ 2,735,608</u>
Other Assets & Liabilities, net - (1.8)%		<u>(48,451)</u>
Total Net Assets - 100.0%		<u>\$ 2,687,157</u>

Futures Contracts

Description	Number of Contracts	Expiration Date	Notional Amount	Value and Unrealized Appreciation (Depreciation) ^{**}
Currency Futures Contracts Purchased[†]				
Euro FX Futures Contracts	19	Mar 2019	\$ 2,738,256	\$ 12,771
Equity Futures Contracts Purchased^{††}				
STOXX Europe 50 Index Futures Contracts	84	Mar 2019	2,647,815	(18,901)

* Non-income producing security.

** Includes cumulative appreciation (depreciation). Variation margin is reported within the Statement of Assets and Liabilities.

[†] Value determined based on Level 1 inputs — See Note 4.

^{††} Value determined based on Level 2 inputs — See Note 4.

¹ All or a portion of this security is on loan at December 31, 2018 — See Note 7.

² Affiliated issuer.

³ All or a portion of this security is pledged as futures collateral at December 31, 2018.

⁴ Rate indicated is the effective yield at the time of purchase.

⁵ Repurchase Agreements — See Note 6.

⁶ Securities lending collateral — See Note 7.

⁷ Rate indicated is the 7-day yield as of December 31, 2018.

⁸ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.

ADR — American Depositary Receipt
plc — Public Limited Company

See Sector Classification in Other Information section.

EUROPE 1.25x STRATEGY FUND

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Common Stocks	\$ 695,445	\$ —	\$ —	\$ 695,445
Mutual Funds	1,572,991	—	—	1,572,991
U.S. Treasury Bills	—	252,905	—	252,905
Repurchase Agreements	—	211,021	—	211,021
Securities Lending Collateral	3,246	—	—	3,246
Currency Futures Contracts**	12,771	—	—	12,771
Total Assets	\$ 2,284,453	\$ 463,926	\$ —	\$ 2,748,379

Investments in Securities (Liabilities)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Equity Futures Contracts**	\$ —	\$ 18,901	\$ —	\$ 18,901

** This derivative is reported as unrealized appreciation/depreciation at period end.

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

Affiliated Transactions

Investments representing 5% or more of the outstanding voting shares of a company, or control of or by, or common control under Guggenheim Investments ("GI"), result in that company being considered an affiliated issuer, as defined in the 1940 Act.

The Fund may invest in certain of the underlying series of Guggenheim Strategy Funds Trust, including Guggenheim Strategy Fund II, Guggenheim Strategy Fund III and Guggenheim Variable Insurance Strategy Fund III, (collectively, the "Cash Management Funds"), each of which are open-end management investment companies managed by GI. The Cash Management Funds, which launched on March 11, 2014, are offered as cash management options only to mutual funds, trusts, and other accounts managed by GI and/or its affiliates, and are not available to the public. The Cash Management Funds pay no investment management fees. The Cash Management Funds' annual report on Form N-CSR dated September 30, 2018, is available publicly or upon request. This information is available from the EDGAR database on the SEC's website at <https://www.sec.gov/Archives/edgar/data/1601445/000089180418000513/gug75569-ncsr.htm>.

Transactions during the year ended December 31, 2018, in which the portfolio company is an "affiliated person", were as follows:

Security Name	Value 12/31/17	Additions	Reductions	Realized Gain (Loss)	Change in Unrealized Appreciation (Depreciation)	Value 12/31/18	Shares 12/31/18	Investment Income	Capital Gain Distributions
Mutual Funds									
Guggenheim Strategy Fund II	\$ 906,537	\$ 797,820	\$ (820,000)	\$ (969)	\$ (6,457)	\$ 876,931	35,332	\$ 32,251	\$ 510
Guggenheim Ultra Short Duration Fund ¹	266,751	1,959,824	(1,525,000)	(2,008)	(3,507)	696,060	69,886	24,059	705
	\$ 1,173,288	\$ 2,757,644	\$ (2,345,000)	\$ (2,977)	\$ (9,964)	\$ 1,572,991		\$ 56,310	\$ 1,215

¹ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.

STATEMENT OF ASSETS
AND LIABILITIES

December 31, 2018

ASSETS:

Investments in unaffiliated issuers, at value - including	
\$3,663 of securities loaned	
(cost \$912,220)	\$ 951,596
Investments in affiliated issuers, at value	
(cost \$1,580,133)	1,572,991
Repurchase agreements, at value	
(cost \$211,021)	211,021
Cash	8,765
Receivables:	
Fund shares sold	72,863
Variation margin on futures contracts	26,320
Foreign tax reclaims	10,050
Dividends	4,336
Other	258
Securities lending income	32
Interest	17
Total assets	2,858,249

LIABILITIES:

Payable for:	
Securities purchased	146,254
Due to broker	8,233
Return of securities lending collateral	3,795
Management fees	1,853
Transfer agent and administrative fees	564
Investor service fees	564
Portfolio accounting fees	226
Fund shares redeemed	140
Trustees' fees*	67
Miscellaneous	9,396
Total liabilities	171,092

Commitments and contingent liabilities (Note 13)

NET ASSETS	\$ 2,687,157
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NET ASSETS CONSIST OF:

Paid in capital	\$ 4,248,521
Total distributable earnings (loss)	(1,561,364)
Net assets	\$ 2,687,157
Capital shares outstanding	31,805
Net asset value per share	\$84.49

STATEMENT OF
OPERATIONS

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends from securities of unaffiliated issuers (net of foreign withholding tax of \$5,287)	\$ 84,786
Dividends from securities of affiliated issuers	56,310
Interest	7,767
Income from securities lending, net	2,785
Total investment income	151,648

EXPENSES:

Management fees	39,497
Investor service fees	10,971
Transfer agent and administrative fees	10,971
Professional fees	6,230
Portfolio accounting fees	4,389
Trustees' fees*	1,304
Custodian fees	630
Line of credit fees	70
Miscellaneous	3,909
Total expenses	77,971
Less:	
Expenses waived by Adviser	(179)
Net expenses	77,792
Net investment income	73,856

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments in unaffiliated issuers	(102,961)
Investments in affiliated issuers	(2,977)
Distributions received from affiliated investment company shares	1,215
Futures contracts	(695,254)
Foreign currency transactions	405
Net realized loss	(799,572)
Net change in unrealized appreciation (depreciation) on:	
Investments in unaffiliated issuers	(223,697)
Investments in affiliated issuers	(9,964)
Futures contracts	(17,936)
Foreign currency translations	56
Net change in unrealized appreciation (depreciation)	(251,541)
Net realized and unrealized loss	(1,051,113)
Net decrease in net assets resulting from operations	\$ (977,257)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income	\$ 73,856	\$ 11,928
Net realized gain (loss) on investments	(799,572)	679,374
Net change in unrealized appreciation (depreciation) on investments	(251,541)	264,177
Net increase (decrease) in net assets resulting from operations	(977,257)	955,479
Distributions to shareholders	(15,264)	(40,552) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	14,938,345	16,896,795
Distributions reinvested	15,264	40,552
Cost of shares redeemed	(16,999,276)	(14,679,728)
Net increase (decrease) from capital share transactions	(2,045,667)	2,257,619
Net increase (decrease) in net assets	(3,038,188)	3,172,546
NET ASSETS:		
Beginning of year	5,725,345	2,552,799
End of year	\$ 2,687,157	\$ 5,725,345
CAPITAL SHARE ACTIVITY:		
Shares sold	149,773	176,252
Shares issued from reinvestment of distributions	153	412
Shares redeemed	(172,823)	(153,070)
Net increase (decrease) in shares	(22,897)	23,594

¹ For the year ended December 31, 2017, the total distributions to shareholders were all from net investment income (see Note 11).

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016 ^e	Year Ended December 31, 2015 ^e	Year Ended December 31, 2014 ^e
Per Share Data					
Net asset value, beginning of period	\$104.66	\$82.06	\$88.28	\$96.17	\$112.32
Income (loss) from investment operations:					
Net investment income (loss) ^a	1.66	.25	.25	.66	1.26
Net gain (loss) on investments (realized and unrealized)	(21.46)	23.17	(6.25)	(7.35)	(15.19)
Total from investment operations	(19.80)	23.42	(6.00)	(6.69)	(13.93)
Less distributions from:					
Net investment income	(.37)	(.82)	(.22)	(1.20)	(2.22)
Total distributions	(.37)	(.82)	(.22)	(1.20)	(2.22)
Net asset value, end of period	\$84.49	\$104.66	\$82.06	\$88.28	\$96.17
Total Return^b	(18.97%)	28.60%	(5.58%)	(7.19%)	(12.49%)
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$2,687	\$5,725	\$2,553	\$3,083	\$3,304
Ratios to average net assets:					
Net investment income (loss)	1.67%	0.26%	1.70%	0.63%	1.14%
Total expenses ^c	1.78%	1.80%	1.73%	1.66%	1.75%
Net expenses ^d	1.77%	1.80%	1.73%	1.66%	1.75%
Portfolio turnover rate	187%	121%	441%	620%	401%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Does not include expenses of the underlying funds in which the Fund invests.

^d Net expense information reflects the expense ratios after expense waivers and reimbursements, as applicable.

^e Reverse share split — Per share amounts for the periods presented through December 31, 2016, have been restated to reflect a 1:6 reverse share split effective December 1, 2016.

JAPAN 2x STRATEGY FUND

OBJECTIVE: Seeks to provide investment results that correlate, before fees and expenses, to the performance of a specific benchmark. The Fund's current benchmark is 200% of the fair value of the Nikkei-225 Stock Average Index (the "underlying index").

For the one-year period ended December 31, 2018, Japan 2x Strategy Fund maintained a daily correlation of over 99% to its benchmark of 200% of the daily price movement of the fair value of the underlying index. Japan 2x Strategy Fund returned -22.95%, while the underlying index returned -10.35% over the same time period.

The sectors contributing the most to the return of the underlying index of the period were Consumer Staples and Health Care. The Industrials and the Information Technology sectors detracted the most from the performance of the underlying index for the period.

Stocks contributing most to return of the underlying index were Fast Retailing Co. Ltd., FamilyMart UNY Holdings Co. Ltd., and Terumo Corp. Those detracting most from performance of the underlying index were Fanuc Corp., SoftBank Group Corp., and Tokyo Electron Ltd.

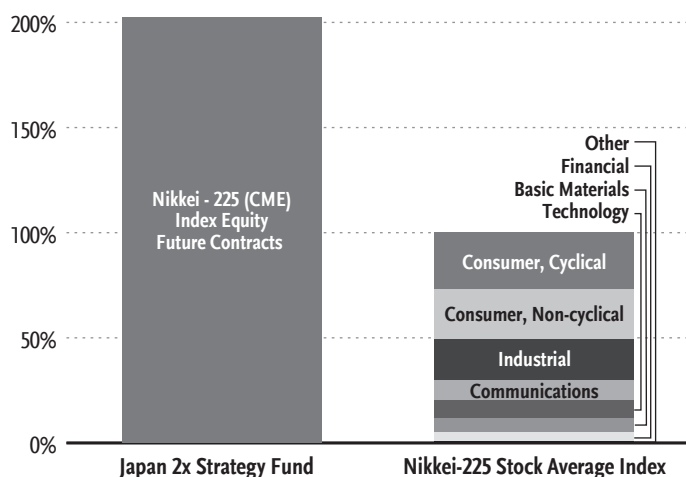
Derivatives in the Fund were used to help provide exposure to the composition of the benchmark in the highest efficient manner and to provide leverage, not for hedging purposes.

Due to the compounding of daily returns, leveraged and inverse funds' returns over periods other than one day will likely differ in amount and possibly direction from the benchmark return for the same period. Investors should monitor their leveraged and inverse funds' holdings to ensure that they are consistent with their strategies, as frequently as daily.

The effects of compounding may cause the longer-term correlation of the fund to its benchmark to diminish. The apparent discrepancy between the leveraged and unleveraged indices is the result of compounding, which is described briefly on page 6 of this report.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



Inception Date: October 1, 2001

The Fund invests principally in derivative investments such as swap agreements and futures contracts.

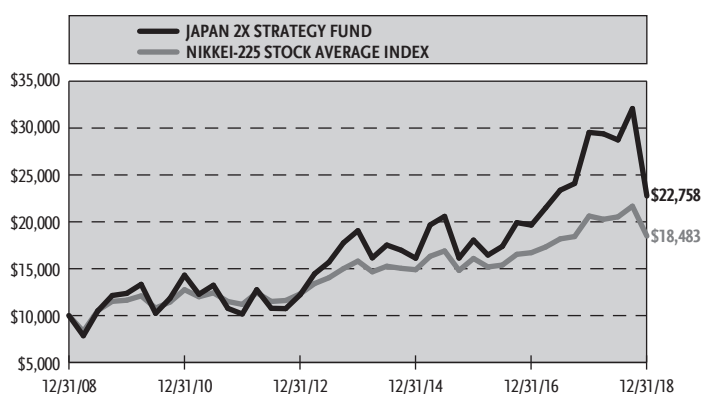
Largest Holdings (% of Total Net Assets)

Guggenheim Strategy Fund II	33.9%
Guggenheim Ultra Short Duration Fund	22.7%
Total	56.6%

“Largest Holdings” excludes any temporary cash or derivative investments.

“Holdings Diversification (Market Exposure as % of Net Assets)” excludes any temporary cash investments, investments in Guggenheim Strategy Funds Trust mutual funds, or investments in Guggenheim Ultra Short Duration Fund. Investments in those Funds do not provide “market exposure” to meet the Fund’s investment objective, but will significantly increase the portfolio’s exposure to certain other asset categories (and their associated risks), which may cause the Fund to deviate from its principal investment strategy, including: (i) high yield, high risk debt securities rated below the top four long-term rating categories by a nationally recognized statistical rating organization (also known as “junk bonds”); (ii) securities issued by the U.S. government or its agencies and instrumentalities; (iii) CLOs and similar investments; and (iv) other short-term fixed income securities.

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
Japan 2x Strategy Fund	(22.95%)	3.62%	8.57%
Nikkei-225 Stock Average Index	(10.35%)	3.18%	6.34%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor’s shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The Nikkei-225 Stock Average Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

JAPAN 2x STRATEGY FUND

	SHARES	VALUE		FACE AMOUNT	VALUE
MUTUAL FUNDS[†] - 56.6%			REPURCHASE AGREEMENTS^{††,6} - 33.3%		
Guggenheim Strategy Fund II ¹	27,538	\$ 683,491	JPMorgan Chase & Co.		
Guggenheim Ultra Short Duration Fund ^{1,8}	45,879	456,957	issued 12/31/18 at 2.95%		
Total Mutual Funds			due 01/02/19	\$ 396,342	\$ 396,342
(Cost \$1,138,133)		1,140,448	Barclays Capital		
	FACE		issued 12/31/18 at 2.93%		
	AMOUNT		due 01/02/19	164,828	164,828
FEDERAL AGENCY NOTES^{††} - 14.9%			Bank of America Merrill Lynch		
Federal Farm Credit Bank ³			issued 12/31/18 at 2.95%		
2.45% (1 Month USD LIBOR -0.05%, Rate Floor: 0.00%) due 01/23/19 ²	\$ 100,000	99,998	due 01/02/19	109,885	109,885
Freddie Mac ⁷			Total Repurchase Agreements		
1.75% due 05/30/19	100,000	99,683	(Cost \$671,055)		671,055
Farmer Mac ³			Total Investments - 109.6%		
1.55% due 07/03/19	100,000	99,444	(Cost \$2,204,325)		\$ 2,206,592
Total Federal Agency Notes			Other Assets & Liabilities, net - (9.6)%		(193,547)
(Cost \$299,180)		299,125	Total Net Assets - 100.0%		\$ 2,013,045
U.S. TREASURY BILLS^{††} - 4.8%					
U.S. Treasury Bills					
2.21% due 01/08/19 ^{4,5}	96,000	95,964			
Total U.S. Treasury Bills					
(Cost \$95,957)		95,964			

Futures Contracts

Description	Number of Contracts	Expiration Date	Notional Amount	Value and Unrealized Appreciation (Depreciation)**
Currency Futures Contracts Purchased[†]				
Japanese Yen Futures Contracts	35	Mar 2019	\$ 4,014,938	\$ 90,227
Equity Futures Contracts Purchased[†]				
Nikkei-225 (CME) Index Equity Futures Contracts	41	Mar 2019	4,070,275	(160,756)

** Includes cumulative appreciation (depreciation). Variation margin is reported within the Statement of Assets and Liabilities.

[†] Value determined based on Level 1 inputs — See Note 4.

^{††} Value determined based on Level 2 inputs — See Note 4.

¹ Affiliated issuer.

² Variable rate security. Rate indicated is the rate effective at December 31, 2018. In some instances, the effective rate is limited by a minimum rate floor or a maximum rate cap established by the issuer. The settlement status of a position may also impact the effective rate indicated. In some cases, a position may be unsettled at period end and may not have a stated effective rate. In instances where multiple underlying reference rates and spread amounts are shown, the effective rate is based on a weighted average.

³ The issuer operates under a Congressional charter; its securities are neither issued nor guaranteed by the U.S. Government.

⁴ All or a portion of this security is pledged as futures collateral at December 31, 2018.

⁵ Rate indicated is the effective yield at the time of purchase.

⁶ Repurchase Agreements — See Note 6.

⁷ On September 7, 2008, the issuer was placed in conservatorship by the Federal Housing Finance Agency (FHFA). As conservator, the FHFA has full power to control the assets and operations of the firm.

⁸ Effective November 30, 2018, Guggenheim Strategy Fund I was also reorganized with and into the Guggenheim Ultra Short Duration Fund.

LIBOR — London Interbank Offered Rate

CME — Chicago Mercantile Exchange

See Sector Classification in Other Information section.

JAPAN 2x STRATEGY FUND

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Mutual Funds	\$ 1,140,448	\$ —	\$ —	\$ 1,140,448
Federal Agency Notes	—	299,125	—	299,125
U.S. Treasury Bills	—	95,964	—	95,964
Repurchase Agreements	—	671,055	—	671,055
Currency Futures Contracts**	90,227	—	—	90,227
Total Assets	\$ 1,230,675	\$ 1,066,144	\$ —	\$ 2,296,819

Investments in Securities (Liabilities)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Equity Futures Contracts**	\$ 160,756	\$ —	\$ —	\$ 160,756

** This derivative is reported as unrealized appreciation/depreciation at period end.

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

Affiliated Transactions

Investments representing 5% or more of the outstanding voting shares of a company, or control of or by, or common control under Guggenheim Investments ("GI"), result in that company being considered an affiliated issuer, as defined in the 1940 Act.

The Fund may invest in certain of the underlying series of Guggenheim Strategy Funds Trust, including Guggenheim Strategy Fund II, Guggenheim Strategy Fund III and Guggenheim Variable Insurance Strategy Fund III, (collectively, the "Cash Management Funds"), each of which are open-end management investment companies managed by GI. The Cash Management Funds, which launched on March 11, 2014, are offered as cash management options only to mutual funds, trusts, and other accounts managed by GI and/or its affiliates, and are not available to the public. The Cash Management Funds pay no investment management fees. The Cash Management Funds' annual report on Form N-CSR dated September 30, 2018, is available publicly or upon request. This information is available from the EDGAR database on the SEC's website at <https://www.sec.gov/Archives/edgar/data/1601445/000089180418000513/gug75569-ncsr.htm>.

Transactions during the year ended December 31, 2018, in which the company is an "affiliated person", were as follows:

Security Name	Value 12/31/17	Additions	Reductions	Realized Gain (Loss)	Change in Unrealized Appreciation (Depreciation)	Value 12/31/18	Shares 12/31/18	Investment Income	Capital Gain Distributions
Mutual Funds									
Guggenheim Strategy Fund II	\$ 1,852,417	\$ 1,561,317	\$ (2,725,000)	\$ (858)	\$ (4,385)	\$ 683,491	27,538	\$ 30,974	\$ 353
Guggenheim Ultra Short Duration Fund ¹	1,486,508	2,229,038	(3,255,000)	(255)	(3,334)	456,957	45,879	28,679	404
	\$ 3,338,925	\$ 3,790,355	\$ (5,980,000)	\$ (1,113)	\$ (7,719)	\$ 1,140,448		\$ 59,653	\$ 757

¹ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.

STATEMENT OF ASSETS
AND LIABILITIES

December 31, 2018

ASSETS:

Investments in unaffiliated issuers, at value (cost \$395,137)	\$ 395,089
Investments in affiliated issuers, at value (cost \$1,138,133)	1,140,448
Repurchase agreements, at value (cost \$671,055)	671,055
Segregated cash with broker	2,295
Receivables:	
Variation margin on futures contracts	8,043
Dividends	1,993
Swap settlement	1,839
Interest	1,033
Total assets	2,221,795

LIABILITIES:

Payable for:	
Securities purchased	202,101
Management fees	996
Transfer agent and administrative fees	368
Investor service fees	368
Fund shares redeemed	296
Portfolio accounting fees	147
Trustees' fees*	38
Miscellaneous	4,436
Total liabilities	208,750

Commitments and contingent liabilities (Note 13)

NET ASSETS	\$ 2,013,045
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NET ASSETS CONSIST OF:

Paid in capital	\$ 4,139,480
Total distributable earnings (loss)	(2,126,435)
Net assets	\$ 2,013,045
Capital shares outstanding	32,311
Net asset value per share	\$62.30

STATEMENT OF
OPERATIONS

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends from securities of affiliated issuers	\$ 59,653
Interest	20,249
Total investment income	79,902

EXPENSES:

Management fees	25,608
Investor service fees	8,536
Transfer agent and administrative fees	8,536
Professional fees	6,170
Portfolio accounting fees	3,414
Trustees' fees*	944
Custodian fees	519
Line of credit fees	12
Miscellaneous	336
Total expenses	54,075

Less:

Expenses waived by Adviser	(109)
Net expenses	53,966
Net investment income	25,936

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments in unaffiliated issuers	7
Investments in affiliated issuers	(1,113)
Distributions received from affiliated investment company shares	757
Futures contracts	(440,653)
Net realized loss	(441,002)
Net change in unrealized appreciation (depreciation) on:	
Investments in unaffiliated issuers	(47)
Investments in affiliated issuers	(7,719)
Futures contracts	(246,144)
Net change in unrealized appreciation (depreciation)	(253,910)
Net realized and unrealized loss	(694,912)
Net decrease in net assets resulting from operations	\$ (668,976)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income (loss)	\$ 25,936	\$ (5,644)
Net realized gain (loss) on investments	(441,002)	1,508,664
Net change in unrealized appreciation (depreciation) on investments	(253,910)	28,618
Net increase (decrease) in net assets resulting from operations	(668,976)	1,531,638
Distributions to shareholders	(556,668)	—
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	31,061,412	16,175,572
Distributions reinvested	556,668	—
Cost of shares redeemed	(33,993,486)	(14,591,761)
Net increase (decrease) from capital share transactions	(2,375,406)	1,583,811
Net increase (decrease) in net assets	(3,601,050)	3,115,449
NET ASSETS:		
Beginning of year	5,614,095	2,498,646
End of year	\$ 2,013,045	\$ 5,614,095
CAPITAL SHARE ACTIVITY:		
Shares sold	341,586	195,913
Shares issued from reinvestment of distributions	6,993	—
Shares redeemed	(371,950)	(177,480)
Net increase (decrease) in shares	(23,371)	18,433

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016 ^e	Year Ended December 31, 2015 ^e	Year Ended December 31, 2014 ^e
Per Share Data					
Net asset value, beginning of period	\$100.82	\$67.08	\$61.65	\$55.02	\$171.68
Income (loss) from investment operations:					
Net investment income (loss) ^a	.70	(.13)	(.06)	(.78)	(1.68)
Net gain (loss) on investments (realized and unrealized)	(19.56)	33.87	5.49	7.41	(16.58)
Total from investment operations	(18.86)	33.74	5.43	6.63	(18.26)
Less distributions from:					
Net realized gains	(19.66)	—	—	—	(98.40)
Total distributions	(19.66)	—	—	—	(98.40)
Net asset value, end of period	\$62.30	\$100.82	\$67.08	\$61.65	\$55.02
Total Return^b	(22.95%)	50.30%	8.86%	12.00%	(15.41%)
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$2,013	\$5,614	\$2,499	\$3,577	\$2,608
Ratios to average net assets:					
Net investment income (loss)	0.76%	(0.15%)	(0.50%)	(1.22%)	(1.39%)
Total expenses ^c	1.58%	1.83%	1.56%	1.50%	1.59%
Net expenses ^d	1.58%	1.83%	1.56%	1.50%	1.59%
Portfolio turnover rate	180%	73%	183%	87%	146%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Does not include expenses of the underlying funds in which the Fund invests.

^d Net expense information reflects the expense ratios after expense waivers and reimbursements, as applicable.

^e Reverse Share Split — Per share amounts for the periods presented through December 31, 2016, have been restated to reflect a 1:6 reverse share split effective December 1, 2016.

STRENGTHENING DOLLAR 2x STRATEGY FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a specific benchmark on a daily basis. The Fund's current benchmark is 200% of the performance of the U.S. Dollar Index[®] (the "underlying index"). The Fund does not seek to achieve its investment objective over a period of time greater than one day.

For the one-year period ended December 31, 2018, Strengthening Dollar 2x Strategy Fund maintained a daily correlation of over 99% to its benchmark of 200% of the daily price movement of the underlying index. Strengthening Dollar 2x Strategy Fund returned 11.82%, compared with a return of 4.40% for its benchmark, the underlying index.

Contributing the most to performance of the underlying index for the year were the Japanese Yen, Swiss Franc, and Swedish Krona. The Euro, Canadian Dollar, and British Pound detracted the most from performance.

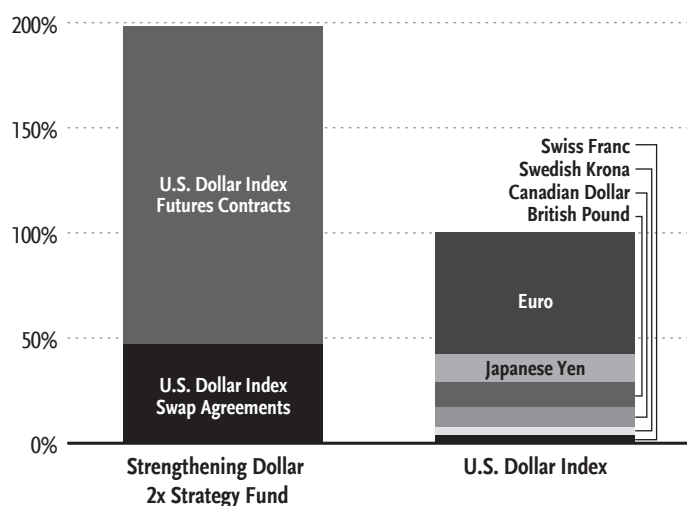
Derivatives in the Fund were used to help provide exposure to the composition of the benchmark in the highest efficient manner and to provide leverage, not for hedging purposes.

Due to the compounding of daily returns, leveraged and inverse funds' returns over periods other than one day will likely differ in amount and possibly direction from the benchmark return for the same period. Investors should monitor their leveraged and inverse funds' holdings to ensure that they are consistent with their strategies, as frequently as daily.

The effects of compounding may cause the longer-term correlation of the fund to its benchmark to diminish. The apparent discrepancy between the leveraged and unleveraged indices is the result of compounding, which is described briefly on page 6 of this report.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



Inception Date: September 30, 2005

The Fund invests principally in derivative investments such as swap agreements and futures contracts.

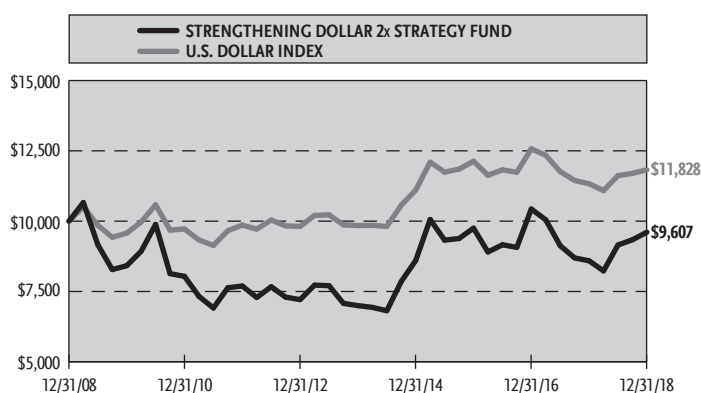
Largest Holdings (% of Total Net Assets)

Guggenheim Strategy Fund II	32.5%
Guggenheim Ultra Short Duration Fund	27.5%
Total	60.0%

“Largest Holdings” excludes any temporary cash or derivative investments.

“Holdings Diversification (Market Exposure as % of Net Assets)” excludes any temporary cash investments, investments in Guggenheim Strategy Funds Trust mutual funds, or investments in Guggenheim Ultra Short Duration Fund. Investments in those Funds do not provide “market exposure” to meet the Fund’s investment objective, but will significantly increase the portfolio’s exposure to certain other asset categories (and their associated risks), which may cause the Fund to deviate from its principal investment strategy, including: (i) high yield, high risk debt securities rated below the top four long-term rating categories by a nationally recognized statistical rating organization (also known as “junk bonds”); (ii) securities issued by the U.S. government or its agencies and instrumentalities; (iii) CLOs and similar investments; and (iv) other short-term fixed income securities.

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
Strengthening Dollar 2x Strategy Fund	11.82%	6.55%	(0.40%)
U.S. Dollar Index	4.40%	3.74%	1.69%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor’s shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The U.S. Dollar Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

SCHEDULE OF INVESTMENTS

December 31, 2018

STRENGTHENING DOLLAR 2x STRATEGY FUND

	SHARES	VALUE		FACE AMOUNT	VALUE
MUTUAL FUNDS[†] - 60.0%			FEDERAL AGENCY DISCOUNT NOTES^{††} - 2.9%		
Guggenheim Strategy Fund II ¹	44,811	\$ 1,112,218	Freddie Mac ³		
Guggenheim Ultra Short Duration Fund ^{1,9}	94,540	941,620	2.25% due 01/03/19 ⁶	\$ 100,000	\$ 99,993
Total Mutual Funds		2,053,838	Total Federal Agency Discount Notes		99,993
(Cost \$2,055,808)			(Cost \$99,988)		
	FACE AMOUNT		REPURCHASE AGREEMENTS^{††,7} - 22.5%		
FEDERAL AGENCY NOTES^{††} - 6.6%			JPMorgan Chase & Co.		
Farmer Mac ²			issued 12/31/18 at 2.95%		
1.55% due 07/03/19	\$ 100,000	99,444	due 01/02/19 ⁸	454,859	454,859
Freddie Mac ³			Barclays Capital		
1.75% due 05/30/19	75,000	74,762	issued 12/31/18 at 2.93%		
Federal Farm Credit Bank ²			due 01/02/19 ⁸	189,163	189,163
2.45% (1 Month USD LIBOR -0.05%, Rate Floor: 0.00%) due 01/23/19 ⁴	50,000	49,999	Bank of America Merrill Lynch		
Total Federal Agency Notes		224,205	issued 12/31/18 at 2.95%		
(Cost \$224,253)			due 01/02/19 ⁸	126,108	126,108
U.S. TREASURY BILLS^{††} - 4.1%			Total Repurchase Agreements		770,130
U.S. Treasury Bills			(Cost \$770,130)		
2.21% due 01/08/19 ^{5,6}	140,000	139,948	Total Investments - 96.1%		\$ 3,288,114
Total U.S. Treasury Bills		139,948	(Cost \$3,290,117)		
(Cost \$139,938)			Other Assets & Liabilities, net - 3.9%		132,167
			Total Net Assets - 100.0%		\$ 3,420,281

Futures Contracts

Description	Number of Contracts	Expiration Date	Notional Amount	Value and Unrealized Depreciation**
Currency Futures Contracts Purchased[†]				
U.S. Dollar Index Futures Contracts	54	Mar 2019	\$ 5,168,070	\$ (42,298)

Total Return Swap Agreements

Counterparty	Index	Financing Rate Pay (Receive)	Payment Frequency	Maturity Date	Units	Notional Amount	Value and Unrealized Depreciation
OTC Currency Index Swap Agreements^{††}							
Goldman Sachs International	U.S. Dollar Index	N/A	At Maturity	03/20/19	16,788	\$ 1,606,718	\$ (9,676)

STRENGTHENING DOLLAR 2x STRATEGY FUND

** Includes cumulative appreciation (depreciation). Variation margin is reported within the Statement of Assets and Liabilities.

† Value determined based on Level 1 inputs — See Note 4.

†† Value determined based on Level 2 inputs — See Note 4.

¹ Affiliated issuer.

² The issuer operates under a Congressional charter; its securities are neither issued nor guaranteed by the U.S. Government.

³ On September 7, 2008, the issuer was placed in conservatorship by the Federal Housing Finance Agency (FHFA). As conservator, the FHFA has full powers to control the assets and operations of the firm.

⁴ Variable rate security. Rate indicated is the rate effective at December 31, 2018. In some instances, the effective rate is limited by a minimum rate floor or a maximum rate cap established by the issuer. The settlement status of a position may also impact the effective rate indicated. In some cases, a position may be unsettled at period end and may not have a stated effective rate. In instances where multiple underlying reference rates and spread amounts are shown, the effective rate is based on a weighted average.

⁵ All or a portion of this security is pledged as futures collateral at December 31, 2018.

⁶ Rate indicated is the effective yield at the time of purchase.

⁷ Repurchase Agreements — See Note 6.

⁸ All or a portion of this security is pledged as currency index swap collateral at December 31, 2018.

⁹ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.
LIBOR — London Interbank Offered Rate

See Sector Classification in Other Information section.

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Mutual Funds	\$ 2,053,838	\$ —	\$ —	\$ 2,053,838
Federal Agency Notes	—	224,205	—	224,205
U.S. Treasury Bills	—	139,948	—	139,948
Federal Agency Discount Notes	—	99,993	—	99,993
Repurchase Agreements	—	770,130	—	770,130
Total Assets	\$ 2,053,838	\$ 1,234,276	\$ —	\$ 3,288,114

Investments in Securities (Liabilities)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Currency Futures Contracts**	\$ 42,298	\$ —	\$ —	\$ 42,298
Currency Index Swap Agreements**	—	9,676	—	9,676
Total Liabilities	\$ 42,298	\$ 9,676	\$ —	\$ 51,974

** This derivative is reported as unrealized appreciation/depreciation at period end.

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

STRENGTHENING DOLLAR 2x STRATEGY FUND**Affiliated Transactions**

Investments representing 5% or more of the outstanding voting shares of a company, or control of or by, or common control under Guggenheim Investments ("GI"), result in that company being considered an affiliated issuer, as defined in the 1940 Act.

The Fund may invest in certain of the underlying series of Guggenheim Strategy Funds Trust, including Guggenheim Strategy Fund II, Guggenheim Strategy Fund III, and Guggenheim Variable Insurance Strategy Fund III, (collectively, the "Cash Management Funds"), each of which are open-end management investment companies managed by GI. The Cash Management Funds, which launched on March 11, 2014, are offered as cash management options only to mutual funds, trusts, and other accounts managed by GI and/or its affiliates, and are not available to the public. The Cash Management Funds pay no investment management fees. The Cash Management Funds' annual report on Form N-CSR dated September 30, 2018, is available publicly or upon request. This information is available from the EDGAR database on the SEC's website at <https://www.sec.gov/Archives/edgar/data/1601445/000089180418000513/gug75569-ncsr.htm>.

Transactions during the year ended December 31, 2018, in which the company is an "affiliated person", were as follows:

Security Name	Value 12/31/17	Additions	Reductions	Realized Gain (Loss)	Change in Unrealized Appreciation (Depreciation)	Value 12/31/18	Shares 12/31/18	Investment Income	Capital Gain Distributions
Mutual Funds									
Guggenheim Strategy Fund II	\$ 592,767	\$ 2,775,256	\$ (2,245,000)	\$ (2,855)	\$ (7,950)	\$ 1,112,218	44,811	\$ 29,321	\$ 836
Guggenheim Ultra Short Duration Fund ¹	486,103	2,588,659	(2,125,000)	(3,251)	(4,891)	941,620	94,540	27,463	1,120
	\$ 1,078,870	\$ 5,363,915	\$ (4,370,000)	\$ (6,106)	\$ (12,841)	\$ 2,053,838		\$ 56,784	\$ 1,956

¹ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2018

ASSETS:

Investments in unaffiliated issuers, at value (cost \$464,179)	\$ 464,146
Investments in affiliated issuers, at value (cost \$2,055,808)	2,053,838
Repurchase agreements, at value (cost \$770,130)	770,130
Receivables:	
Fund shares sold	219,940
Dividends	4,717
Interest	974
Total assets	3,513,745

LIABILITIES:

Unrealized depreciation on swap agreements	9,676
Payable for:	
Securities purchased	54,948
Variation margin on futures contracts	13,782
Management fees	2,644
Fund shares redeemed	1,564
Transfer agent and administrative fees	810
Investor service fees	810
Swap settlement	443
Portfolio accounting fees	324
Trustees' fees*	48
Miscellaneous	8,415
Total liabilities	93,464

Commitments and contingent liabilities (Note 13)

NET ASSETS \$ 3,420,281

NET ASSETS CONSIST OF:

Paid in capital	\$ 4,423,990
Total distributable earnings (loss)	(1,003,709)
Net assets	\$ 3,420,281
Capital shares outstanding	86,089
Net asset value per share	\$39.73

STATEMENT OF OPERATIONS

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends from securities of affiliated issuers	\$ 56,784
Interest	19,450
Total investment income	76,234

EXPENSES:

Management fees	26,891
Investor service fees	7,470
Transfer agent and administrative fees	7,470
Professional fees	3,401
Portfolio accounting fees	2,988
Trustees' fees*	823
Custodian fees	435
Line of credit fees	3
Miscellaneous	5,207
Total expenses	54,688

Less:

Expenses waived by Adviser	(274)
Net expenses	54,414
Net investment income	21,820

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments in unaffiliated issuers	10
Investments in affiliated issuers	(6,106)
Distributions received from affiliated investment company shares	1,956
Swap agreements	12,411
Futures contracts	282,196
Net realized gain	290,467
Net change in unrealized appreciation (depreciation) on:	
Investments in unaffiliated issuers	(35)
Investments in affiliated issuers	(12,841)
Swap agreements	(5,896)
Futures contracts	(6,819)

**Net change in unrealized appreciation
(depreciation)** (25,591)

Net realized and unrealized gain 264,876

**Net increase in net assets resulting
from operations** \$ 286,696

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STRENGTHENING DOLLAR 2x STRATEGY FUND

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income (loss)	\$ 21,820	\$ (2,805)
Net realized gain (loss) on investments	290,467	(501,880)
Net change in unrealized appreciation (depreciation) on investments	(25,591)	(122,233)
Net increase (decrease) in net assets resulting from operations	286,696	(626,918)
Distributions to shareholders	—	(54,703) ¹
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	22,522,330	12,652,905
Distributions reinvested	—	54,703
Cost of shares redeemed	(21,125,360)	(15,933,084)
Net increase (decrease) from capital share transactions	1,396,970	(3,225,476)
Net increase (decrease) in net assets	1,683,666	(3,907,097)
NET ASSETS:		
Beginning of year	1,736,615	5,643,712
End of year	\$ 3,420,281	\$ 1,736,615
CAPITAL SHARE ACTIVITY:		
Shares sold	599,981	327,875
Shares issued from reinvestment of distributions	—	1,446
Shares redeemed	(562,774)	(408,989)
Net increase (decrease) in shares	37,207	(79,668)

¹ For the year ended December 31, 2017, the total distributions to shareholders were all from net realized gains (See Note 11).

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015	Year Ended December 31, 2014 ^e
Per Share Data					
Net asset value, beginning of period	\$35.53	\$43.90	\$43.45	\$42.19	\$34.32
Income (loss) from investment operations:					
Net investment income (loss) ^a	.27	(.04)	(.23)	(.55)	(.47)
Net gain (loss) on investments (realized and unrealized)	3.93	(7.67)	2.96	6.09	8.34
Total from investment operations	4.20	(7.71)	2.73	5.54	7.87
Less distributions from:					
Net realized gains	—	(.66)	(2.28)	(4.28)	—
Total distributions	—	(.66)	(2.28)	(4.28)	—
Net asset value, end of period	\$39.73	\$35.53	\$43.90	\$43.45	\$42.19
Total Return^b	11.82%	(17.65%)	7.00%	13.35%	22.93%
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$3,420	\$1,737	\$5,644	\$3,303	\$6,980
Ratios to average net assets:					
Net investment income (loss)	0.73%	(0.10%)	(0.57%)	(1.21%)	(1.24%)
Total expenses ^c	1.83%	1.80%	1.76%	1.70%	1.76%
Net expenses ^d	1.82%	1.80%	1.76%	1.70%	1.76%
Portfolio turnover rate	241%	88%	190%	177%	189%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Does not include expenses of the underlying funds in which the Fund invests.

^d Net expense information reflects the expense ratios after expense waivers and reimbursements, as applicable.

^e Reverse share split — Per share amounts for the period presented through January 24, 2014 has been restated to reflect a 1:3 reverse share split effective January 24, 2014.

WEAKENING DOLLAR 2x STRATEGY FUND

OBJECTIVE: Seeks to provide investment results that match, before fees and expenses, the performance of a specific benchmark on a daily basis. The Fund's current benchmark is 200% of the inverse (opposite) of the performance of the U.S. Dollar Index® (the "underlying index"). The Fund does not seek to achieve its investment objective over a period of time greater than one day.

For the one-year period ended December 31, 2018, Weakening Dollar 2x Strategy Fund maintained a daily correlation of over 99% to its benchmark of -200% of the daily price movement of the underlying index. Weakening Dollar 2x Strategy Fund returned -11.63%, compared with a return of 4.40% for its benchmark, the underlying index.

Contributing the most to performance of the underlying index for the year were the Japanese Yen, Swiss Franc, and Swedish Krona. The Euro, Canadian Dollar, and British Pound detracted the most from performance.

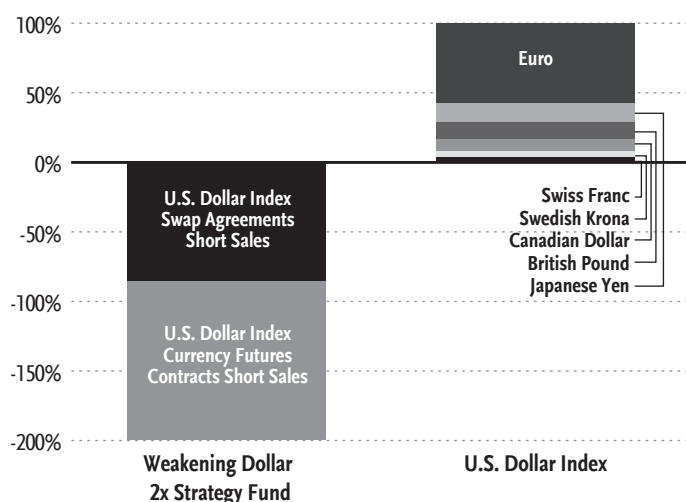
Derivatives in the Fund were used to help provide exposure to the composition of the benchmark in the highest efficient manner and to provide leverage, not for hedging purposes.

Due to the compounding of daily returns, leveraged and inverse funds' returns over periods other than one day will likely differ in amount and possibly direction from the benchmark return for the same period. Investors should monitor their leveraged and inverse funds' holdings to ensure that they are consistent with their strategies, as frequently as daily.

The effects of compounding may cause the longer-term correlation of the fund to its benchmark to diminish. The apparent discrepancy between the leveraged and unleveraged indices is the result of compounding, which is described briefly on page 6 of this report.

Performance displayed represents past performance, which is no guarantee of future results.

Holdings Diversification (Market Exposure as % of Net Assets)



Inception Date: September 30, 2005

The Fund invests principally in derivative investments such as swap agreements and futures contracts.

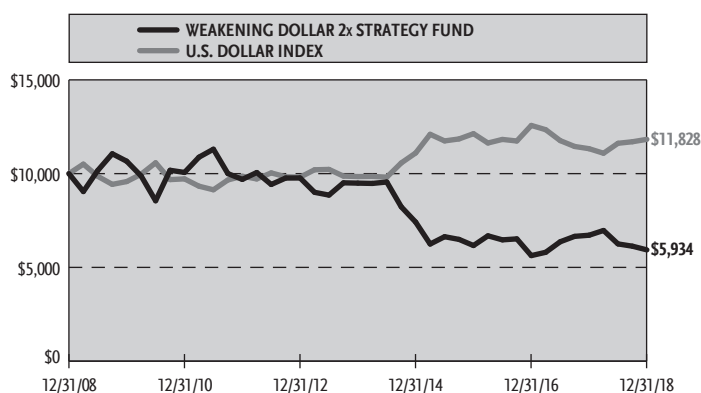
Largest Holdings (% of Total Net Assets)

Guggenheim Strategy Fund II	36.4%
Guggenheim Ultra Short Duration Fund	22.8%
Total	59.2%

“Largest Holdings” excludes any temporary cash or derivative investments.

“Holdings Diversification (Market Exposure as % of Net Assets)” excludes any temporary cash investments, investments in Guggenheim Strategy Funds Trust mutual funds, or investments in Guggenheim Ultra Short Duration Fund. Investments in those Funds do not provide “market exposure” to meet the Fund’s investment objective, but will significantly increase the portfolio’s exposure to certain other asset categories (and their associated risks), which may cause the Fund to deviate from its principal investment strategy, including: (i) high yield, high risk debt securities rated below the top four long-term rating categories by a nationally recognized statistical rating organization (also known as “junk bonds”); (ii) securities issued by the U.S. government or its agencies and instrumentalities; (iii) CLOs and similar investments; and (iv) other short-term fixed income securities.

Cumulative Fund Performance^{*,†}



Average Annual Returns^{*,†}

Periods Ended December 31, 2018

	1 Year	5 Year	10 Year
Weakening Dollar 2x Strategy Fund	(11.63%)	(8.97%)	(5.08%)
U.S. Dollar Index	4.40%	3.74%	1.69%

* The performance data above represents past performance that is not predictive of future results. The investment return and principal value of an investment in the Fund will fluctuate so that an investor’s shares, when redeemed, may be worth more or less than their original cost. Returns are historical and include changes in principal and reinvested dividends and capital gains and do not reflect the effect of taxes. The U.S. Dollar Index is an unmanaged index and, unlike the Fund, has no management fees or operating expenses to reduce its reported return.

† Returns do not reflect the impact of any additional fees charged by insurance companies.

December 31, 2018

	SHARES	VALUE		FACE AMOUNT	VALUE
MUTUAL FUNDS[†] - 59.2%			U.S. TREASURY BILLS^{††} - 1.7%		
Guggenheim Strategy Fund II ¹	8,548	\$ 212,172	U.S. Treasury Bills		
Guggenheim Ultra Short Duration Fund ^{1,9}	13,315	<u>132,622</u>	2.21% due 01/08/19 ^{3,4}	\$ 10,000	<u>\$ 9,996</u>
Total Mutual Funds			Total U.S. Treasury Bills		
(Cost \$343,231)		<u>344,794</u>	(Cost \$9,995)		<u>9,996</u>
	FACE AMOUNT		REPURCHASE AGREEMENTS^{††,5} - 26.8%		
FEDERAL AGENCY NOTES^{††} - 12.9%			JPMorgan Chase & Co.		
Federal Farm Credit Bank ⁷			issued 12/31/18 at 2.95%		
2.45% (1 Month USD LIBOR 0.05%, Rate Floor: 0.00%) due 01/23/19 ²	\$ 50,000	49,999	due 01/02/19 ⁶	92,083	92,083
Freddie Mac ⁸			Barclays Capital		
1.75% due 05/30/19	25,000	<u>24,921</u>	issued 12/31/18 at 2.93%		
Total Federal Agency Notes			due 01/02/19 ⁶	38,295	38,295
(Cost \$74,932)		<u>74,920</u>	Bank of America Merrill Lynch		
			issued 12/31/18 at 2.95%		
FEDERAL AGENCY DISCOUNT NOTES^{††} - 4.3%			due 01/02/19 ⁶	25,530	<u>25,530</u>
Freddie Mac ⁸			Total Repurchase Agreements		
2.25% due 01/03/19 ³	25,000	<u>24,998</u>	(Cost \$155,908)		<u>155,908</u>
Total Federal Agency Discount Notes			Total Investments - 104.9%		
(Cost \$24,997)		<u>24,998</u>	(Cost \$609,063)		<u>\$ 610,616</u>
			Other Assets & Liabilities, net - (4.9)%		<u>(28,745)</u>
			Total Net Assets - 100.0%		<u>\$ 581,871</u>

Description	Number of Contracts	Expiration Date	Notional Amount	Value and Unrealized Appreciation**
Currency Futures Contracts Sold Short[†]				
U.S. Dollar Index Futures Contracts	7	Mar 2019	\$ 669,935	\$ 5.546

Counterparty	Index	Financing Rate Pay (Receive)	Payment Frequency	Maturity Date	Units	Notional Amount	Value and Unrealized Appreciation
OTC Currency Index Swap Agreements Sold Short^{††}							
Goldman Sachs International	U.S. Dollar Index	N/A	At Maturity	03/20/19	5,159	\$ 493,771	\$ 4,038

WEAKENING DOLLAR 2x STRATEGY FUND

** Includes cumulative appreciation (depreciation). Variation margin is reported within the Statement of Assets and Liabilities.

† Value determined based on Level 1 inputs — See Note 4.

†† Value determined based on Level 2 inputs — See Note 4.

¹ Affiliated issuer.

² Variable rate security. Rate indicated is the rate effective at December 31, 2018. In some instances, the effective rate is limited by a minimum rate floor or a maximum rate cap established by the issuer. The settlement status of a position may also impact the effective rate indicated. In some cases, a position may be unsettled at period end and may not have a stated effective rate. In instances where multiple underlying reference rates and spread amounts are shown, the effective rate is based on a weighted average.

³ Rate indicated is the effective yield at the time of purchase.

⁴ All or a portion of this security is pledged as futures collateral at December 31, 2018.

⁵ Repurchase Agreements — See Note 6.

⁶ All or a portion of this security is pledged as currency index swap collateral at December 31, 2018.

⁷ The issuer operates under a Congressional charter; its securities are neither issued nor guaranteed by the U.S. Government.

⁸ On September 7, 2008, the issuer was placed in conservatorship by the Federal Housing Finance Agency (FHFA). As conservator, the FHFA has full powers to control the assets and operations of the firm.

⁹ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.

LIBOR — London Interbank Offered Rate

See Sector Classification in Other Information section.

The following table summarizes the inputs used to value the Fund's investments at December 31, 2018 (See Note 4 in the Notes to Financial Statements):

Investments in Securities (Assets)	Level 1 Quoted Prices	Level 2 Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Total
Mutual Funds	\$ 344,794	\$ —	\$ —	\$ 344,794
Federal Agency Notes	—	74,920	—	74,920
Federal Agency Discount Notes	—	24,998	—	24,998
U.S. Treasury Bills	—	9,996	—	9,996
Repurchase Agreements	—	155,908	—	155,908
Currency Futures Contracts**	5,546	—	—	5,546
Currency Index Swap Agreements**	—	4,038	—	4,038
Total Assets	\$ 350,340	\$ 269,860	\$ —	\$ 620,200

** This derivative is reported as unrealized appreciation/depreciation at period end.

Transfers between investment levels may occur as the markets fluctuate and/or the availability of data used in an investment's valuation changes. Transfers between valuation levels, if any, are in comparison to the valuation levels at the end of the previous fiscal year, and are effective using the fair value as of the end of the current fiscal period.

For the year ended December 31, 2018, there were no transfers between levels.

WEAKENING DOLLAR 2x STRATEGY FUND**Affiliated Transactions**

Investments representing 5% or more of the outstanding voting shares of a company, or control of or by, or common control under Guggenheim Investments ("GI"), result in that company being considered an affiliated issuer, as defined in the 1940 Act.

The Fund may invest in certain of the underlying series of Guggenheim Strategy Funds Trust, including Guggenheim Strategy Fund II, Guggenheim Strategy Fund III and Guggenheim Variable Insurance Strategy Fund III, (collectively, the "Cash Management Funds"), each of which are open-end management investment companies managed by GI. The Cash Management Funds, which launched on March 11, 2014, are offered as cash management options only to mutual funds, trusts, and other accounts managed by GI and/or its affiliates, and are not available to the public. The Cash Management Funds pay no investment management fees. The Cash Management Funds' annual report on Form N-CSR dated September 30, 2018, is available publicly or upon request. This information is available from the EDGAR database on the SEC's website at <https://www.sec.gov/Archives/edgar/data/1601445/000089180418000513/gug75569-ncsr.htm>.

Transactions during the year ended December 31, 2018, in which the company is an "affiliated person", were as follows:

Security Name	Value 12/31/17	Additions	Reductions	Realized Gain (Loss)	Change in Unrealized Appreciation (Depreciation)	Value 12/31/18	Shares 12/31/18	Investment Income	Capital Gain Distributions
Mutual Funds									
Guggenheim Strategy Fund II	\$ 236,637	\$ 402,280	\$ (425,000)	\$ 386	\$ (2,131)	\$ 212,172	8,548	\$ 7,150	\$ 116
Guggenheim Ultra Short Duration Fund ¹	187,101	636,699	(690,000)	(320)	(858)	132,622	13,315	6,535	158
	\$ 423,738	\$ 1,038,979	\$ (1,115,000)	\$ 66	\$ (2,989)	\$ 344,794		\$ 13,685	\$ 274

¹ Effective November 30, 2018, Guggenheim Strategy Fund I was reorganized with and into the Guggenheim Ultra Short Duration Fund.

STATEMENT OF ASSETS
AND LIABILITIES

December 31, 2018

ASSETS:

Investments in unaffiliated issuers, at value (cost \$109,924)	\$ 109,914
Investments in affiliated issuers, at value (cost \$343,231)	344,794
Repurchase agreements, at value (cost \$155,908)	155,908
Segregated cash with broker	1,605
Unrealized appreciation on swap agreements	4,038
Receivables:	
Fund shares sold	15,652
Variation margin on futures contracts	1,820
Dividends	664
Swap settlement	604
Interest	81
Total assets	635,080

LIABILITIES:

Payable for:	
Fund shares redeemed	49,537
Securities purchased	704
Management fees	436
Transfer agent and administrative fees	131
Investor service fees	131
Portfolio accounting fees	53
Trustees' fees*	13
Miscellaneous	2,204
Total liabilities	53,209

Commitments and contingent liabilities (Note 13)

NET ASSETS \$ 581,871

NET ASSETS CONSIST OF:

Paid in capital	\$ 1,984,227
Total distributable earnings (loss)	(1,402,356)
Net assets	\$ 581,871
Capital shares outstanding	9,769
Net asset value per share	\$59.56

STATEMENT OF
OPERATIONS

Year Ended December 31, 2018

INVESTMENT INCOME:

Dividends from securities of affiliated issuers	\$ 13,685
Interest	5,187
Total investment income	18,872

EXPENSES:

Management fees	7,005
Investor service fees	1,946
Transfer agent and administrative fees	1,946
Portfolio accounting fees	779
Professional fees	726
Trustees' fees*	223
Custodian fees	117
Line of credit fees	2
Miscellaneous	1,394
Total expenses	14,138

Less:

Expenses waived by Adviser	(38)
Net expenses	14,100
Net investment income	4,772

NET REALIZED AND UNREALIZED GAIN (LOSS):

Net realized gain (loss) on:	
Investments in affiliated issuers	66
Distributions received from affiliated investment company shares	274
Swap agreements	(29,256)
Futures contracts	(91,226)
Net realized loss	(120,142)

Net change in unrealized appreciation
(depreciation) on:

Investments in unaffiliated issuers	(12)
Investments in affiliated issuers	(2,989)
Swap agreements	(2,002)
Futures contracts	(5,576)

Net change in unrealized appreciation
(depreciation)

(10,579)

Net realized and unrealized loss

(130,721)

Net decrease in net assets resulting
from operations

\$ (125,949)

* Relates to Trustees not deemed "interested persons" within the meaning of Section 2(a)(19) of the 1940 Act.

STATEMENTS OF CHANGES IN NET ASSETS

	Year Ended December 31, 2018	Year Ended December 31, 2017
INCREASE (DECREASE) IN NET ASSETS FROM OPERATIONS:		
Net investment income (loss)	\$ 4,772	\$ (2,521)
Net realized loss on investments	(120,142)	(3,141)
Net change in unrealized appreciation (depreciation) on investments	(10,579)	25,310
Net increase (decrease) in net assets resulting from operations	(125,949)	19,648
CAPITAL SHARE TRANSACTIONS:		
Proceeds from sale of shares	5,364,653	13,687,425
Cost of shares redeemed	(5,435,766)	(13,615,500)
Net increase (decrease) from capital share transactions	(71,113)	71,925
Net increase (decrease) in net assets	(197,062)	91,573
NET ASSETS:		
Beginning of year	778,933	687,360
End of year	\$ 581,871	\$ 778,933
CAPITAL SHARE ACTIVITY:		
Shares sold	83,147	221,937
Shares redeemed	(84,935)	(222,548)
Net decrease in shares	(1,788)	(611)

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share outstanding throughout each period and to assist shareholders in evaluating a Fund's performance for the periods presented.

	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2016 ^e	Year Ended December 31, 2015 ^e	Year Ended December 31, 2014 ^e
Per Share Data					
Net asset value, beginning of period	\$67.40	\$56.49	\$61.90	\$74.41	\$95.30
Income (loss) from investment operations:					
Net investment income (loss) ^a	.40	(.14)	(.11)	(.80)	(1.28)
Net gain (loss) on investments (realized and unrealized)	(8.24)	11.05	(5.30)	(11.71)	(19.61)
Total from investment operations	(7.84)	10.91	(5.41)	(12.51)	(20.89)
Net asset value, end of period	\$59.56	\$67.40	\$56.49	\$61.90	\$74.41
Total Return^b	(11.63%)	19.31%	(8.71%)	(16.83%)	(21.91%)
Ratios/Supplemental Data					
Net assets, end of period (in thousands)	\$582	\$779	\$687	\$1,297	\$1,209
Ratios to average net assets:					
Net investment income (loss)	0.61%	(0.22%)	(0.63%)	(1.22%)	(1.44%)
Total expenses ^c	1.82%	1.80%	1.76%	1.71%	1.76%
Net expenses ^d	1.81%	1.80%	1.76%	1.71%	1.76%
Portfolio turnover rate	213%	367%	250%	232%	108%

^a Net investment income (loss) per share was computed using average shares outstanding throughout the period.

^b Total return does not reflect the impact of any additional fees charged by insurance companies.

^c Does not include expenses of the underlying funds in which the Fund invests.

^d Net expense information reflects the expense ratios after expense waivers and reimbursements, as applicable.

^e Reverse Share Split — Per share amounts for the periods presented through December 31, 2016 have been restated to reflect a 1:4 reverse share split effective December 1, 2016.

Note 1 – Organization and Significant Accounting Policies

Organization

The Rydex Variable Trust (the “Trust”), a Delaware statutory trust, is registered with the SEC under the Investment Company Act of 1940 (“1940 Act”), as an open-ended investment company of the series type. Each series, in effect, is representing a separate fund. The Trust is authorized to issue an unlimited number of no par value shares. At December 31, 2018, the Trust consisted of forty-nine funds. The Trust offers shares of the Funds to insurance companies for their variable annuity and variable life insurance contracts.

This report covers the S&P 500® Pure Growth Fund, S&P 500® Pure Value Fund, S&P MidCap 400® Pure Growth Fund, S&P MidCap 400® Pure Value Fund, S&P SmallCap 600® Pure Growth Fund, S&P SmallCap 600® Pure Value Fund, Europe 1.25x Strategy Fund, Japan 2x Strategy Fund, Strengthening Dollar 2x Strategy Fund and Weakening Dollar 2x Strategy Fund (the “Funds”), each a non-diversified investment company.

The Funds are designed and operated to accommodate frequent trading by shareholders and, unlike most mutual funds, offer unlimited exchange privileges with no minimum holding periods or transactions fees, which may cause the Funds to experience high portfolio turnover.

Security Investors, LLC, which operates under the name Guggenheim Investments (“GI”), provides advisory services. Guggenheim Funds Distributors, LLC (“GFD”) acts as principal underwriter for the Trust. GI and GFD are affiliated entities.

Significant Accounting Policies

The Funds operate as investment companies and, accordingly, follow the investment company accounting and reporting guidance of the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification Topic 946 Financial Services – Investment Companies.

The following significant accounting policies are in conformity with U.S. generally accepted accounting principles (“U.S. GAAP”) and are consistently followed by the Trust. This requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. All time references are based on Eastern Time.

The net asset value per share (“NAV”) of a fund is calculated by dividing the market value of a fund’s securities and other assets, less all liabilities, by the number of outstanding shares of that fund.

(a) Valuation of Investments

The Board of Trustees of the Funds (the “Board”) has adopted policies and procedures for the valuation of the Funds’ investments (the “Valuation Procedures”). Pursuant to the Valuation Procedures, the Board has delegated to a valuation committee, consisting of representatives from Guggenheim’s investment management, fund administration, legal and compliance departments (the “Valuation Committee”), the day-to-day responsibility for implementing the Valuation Procedures, including, under most circumstances, the responsibility for determining the fair value of the Funds’ securities and/or other assets.

Valuations of the Funds’ securities are supplied primarily by pricing services appointed pursuant to the processes set forth in the Valuation Procedures. The Valuation Committee convenes monthly, or more frequently as needed, to review the valuation of all assets which have been fair valued for reasonableness. The Funds’ officers, through the Valuation Committee and consistent with the monitoring and review responsibilities set forth in the Valuation Procedures, regularly review procedures used and valuations provided by the pricing services.

If the pricing service cannot or does not provide a valuation for a particular investment or such valuation is deemed unreliable, such investment is fair valued by the Valuation Committee.

Equity securities listed on an exchange (New York Stock Exchange (“NYSE”) or American Stock Exchange) are valued at the last quoted sale price as of the close of business on the NYSE, usually 4:00 p.m. on the valuation date. Equity securities listed on the NASDAQ market system are valued at the NASDAQ Official Closing Price on the valuation date, which may not necessarily represent the last sale price. If there has been no sale on such exchange or NASDAQ on a given day, the security is valued at the closing bid price on that day.

Open-end investment companies are valued at their NAV as of the close of business, on the valuation date.

U.S. Government securities are valued by either independent pricing services, the last traded fill price, or at the reported bid price at the close of business.

Debt securities with a maturity of greater than 60 days at acquisition are valued at prices that reflect broker-dealer supplied valuations or are obtained from independent pricing services, which may consider the trade activity, treasury spreads, yields or price of bonds of comparable quality, coupon, maturity, and type, as well as prices quoted by dealers who make markets in such securities. Short-term debt securities with a maturity of 60 days

or less at acquisition are valued at amortized cost, provided such amount approximates market value. Money market funds are valued at their NAV.

Repurchase agreements are valued at amortized cost, provided such amounts approximate market value.

The value of futures contracts is accounted for using the unrealized appreciation or depreciation on the contracts that is determined by marking the contracts to their current realized settlement prices. Financial futures contracts are valued at the 4:00 p.m. price on the valuation date. In the event that the exchange for a specific futures contract closes earlier than 4:00 p.m., the futures contract is valued at the official settlement price of the exchange. However, the underlying securities from which the futures contract value is derived are monitored until 4:00 p.m. to determine if fair valuation would provide a more accurate valuation.

The value of currency index swap agreements entered into by a Fund is accounted for using the unrealized appreciation or depreciation on the agreements that is determined by marking the agreements to the broker quote.

Investments for which market quotations are not readily available are fair-valued as determined in good faith by GI, subject to review and approval by the Valuation Committee, pursuant to methods established or ratified by the Board. Valuations in accordance with these methods are intended to reflect each security's (or asset's or liability's) "fair value". Each such determination is based on a consideration of all relevant factors, which are likely to vary from one pricing context to another. Examples of such factors may include, but are not limited to market prices; sale prices; broker quotes; and models which derive prices based on inputs such as prices of securities with comparable maturities and characteristics, or based on inputs such as anticipated cash flows or collateral, spread over U.S. Treasury securities, and other information analysis.

In connection with futures contracts and other derivative investments, such factors may include obtaining information as to how (a) these contracts and other derivative investments trade in the futures or other derivative markets, respectively, and (b) the securities underlying these contracts and other derivative investments trade in the cash market.

(b) U.S. Government and Agency Obligations

Certain U.S. Government and Agency Obligations are traded on a discount basis; the interest rates shown on the Schedules of Investments reflect the effective rates paid at the time of purchase by the Funds. Other securities bear interest at the rates shown, payable at fixed dates through maturity.

(c) Futures Contracts

Upon entering into a futures contract, a Fund deposits and maintains as collateral such initial margin as required by the exchange on which the transaction is affected. Pursuant to the contract, the Fund agrees to receive from or pay to the broker an amount of cash equal to the daily fluctuation in value of the contract. Such receipts or payments are known as variation margin and are recorded by the Fund as unrealized appreciation or depreciation. When the contract is closed, the Fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed.

(d) Swap Agreements

Swap agreements are marked-to-market daily and the change, if any, is recorded as unrealized appreciation or depreciation. Payments received or made as a result of an agreement or termination of an agreement are recognized as realized gains or losses.

(e) Currency Translations

The accounting records of the Funds are maintained in U.S. dollars. All assets and liabilities initially expressed in foreign currencies are converted into U.S. dollars at prevailing exchange rates. Purchases and sales of investment securities, dividend and interest income, and certain expenses are translated at the rates of exchange prevailing on the respective dates of such transactions. Changes in the relationship of these foreign currencies to the U.S. dollar can significantly affect the value of the investments and earnings of the Funds. Foreign investments may also subject the Funds to foreign government exchange restrictions, expropriation, taxation, or other political, social or economic developments, all of which could affect the market and/or credit risk of the investments.

The Funds do not isolate that portion of the results of operations resulting from changes in the foreign exchange rates on investments from the fluctuations arising from changes in the market prices of securities held. Such fluctuations are included with the net realized gain or loss and unrealized appreciation or depreciation on investments.

Reported net realized foreign exchange gains and losses arise from sales of foreign currencies and currency gains or losses realized between the trade and settlement dates on investment transactions. Net unrealized exchange appreciation or depreciation arise from changes in the fair values of assets and liabilities other than investments in securities at the fiscal period end, resulting from changes in exchange rates.

(f) Foreign Taxes

The Funds may be subject to foreign taxes (a portion of which may be reclaimable) on income, stock dividends, capital gains on investments or certain foreign currency transactions. All foreign taxes are recorded in accordance with the applicable foreign tax regulations and rates that exist in the foreign jurisdictions in which the Funds invest. These foreign taxes, if any, are paid by the Funds and reflected in their Statement of Operations as follows: foreign taxes withheld at source are presented as a reduction of income and foreign taxes on capital gains from sales of investments are included with the net realized gain (loss) on investments. Foreign taxes payable or deferred as of December 31, 2018, if any, are disclosed in the Funds' Statements of Assets and Liabilities.

(g) Security Transactions

Security transactions are recorded on the trade date for financial reporting purposes. Realized gains and losses from securities transactions are recorded using the identified cost basis. Proceeds from lawsuits related to investment holdings are recorded as realized gains in the respective Fund. Dividend income is recorded on the ex-dividend date, net of applicable taxes withheld by foreign countries. Taxable non-cash dividends are recorded as dividend income. Interest income, including amortization of premiums and accretion of discounts, is accrued on a daily basis. Dividend income from Real Estate Investment Trusts ("REITs") is recorded based on the income included in the distributions received from the REIT investments using published REIT classifications, including some management estimates when actual amounts are not available. Distributions received in excess of this estimated amount are recorded as a reduction of the cost of investments or reclassified to realized gains. The actual amounts of income, return of capital, and realized gains are only determined by each REIT after its fiscal year-end, and may differ from the estimated amounts.

(h) Distributions

Distributions of net investment income and net realized gains, if any, are declared and paid at least annually. Normally, all such distributions of a Fund will automatically be reinvested without charge in additional shares of the same Fund. Distributions are recorded on the ex-dividend date and are determined in accordance with income tax regulations which may differ from U.S. GAAP.

(i) Cash

The Funds may leave cash overnight in their cash account with the custodian. Periodically, a Fund may have cash due to the custodian bank as an overdraft balance. A fee is incurred on this overdraft, calculated by multiplying the overdraft by a rate based on the federal funds rate, which was 2.40% at December 31, 2018.

(j) Indemnifications

Under the Funds' organizational documents, the Trustees and Officers are indemnified against certain liabilities arising out of the performance of their duties to the Trust. In addition, throughout the normal course of business, the Funds enter into contracts that contain a variety of representations and warranties which provide general indemnifications. The Funds' maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Funds and/or their affiliates that have not yet occurred. However, based on experience, the Funds expect the risk of loss to be remote.

Note 2 – Financial Instruments and Derivatives

As part of their investment strategy, the Funds utilize a variety of derivative instruments. These investments involve, to varying degrees, elements of market risk and risks in excess of amounts recognized in the Statements of Assets and Liabilities. Valuation and accounting treatment of these instruments can be found under Significant Accounting Policies in Note 1 of these Notes to Financial Statements.

Derivatives

Derivatives are instruments whose values depend on, or are derived from, in whole or in part, the value of one or more other assets, such as securities, currencies, commodities or indices. Derivative instruments may be used to increase investment flexibility (including to maintain cash reserves while maintaining exposure to certain other assets), for risk management (hedging) purposes, to facilitate trading, to reduce transaction costs and to pursue higher investment returns. Derivative instruments may also be used to mitigate certain investment risks, such as foreign currency exchange rate risk, interest rate risk and credit risk. U.S. GAAP requires disclosures to enable investors to better understand how and why a Fund uses derivative instruments, how these derivative instruments are accounted for and their effects on the Fund's financial position and results of operations.

The Funds utilized derivatives for the following purposes:

Index Exposure: the use of an instrument to obtain exposure to a listed or other type of index.

Leverage: gaining total exposure to equities or other assets on the long and short sides at greater than 100% of invested capital.

Liquidity: the ability to buy or sell exposure with little price/market impact.

For any Fund whose investment strategy consistently involves applying leverage, the value of the Fund's shares will tend to increase or decrease more than the value of any increase

or decrease in the underlying index or other asset. In addition, because an investment in derivative instruments generally requires a small investment relative to the amount of investment exposure assumed, an opportunity for increased net income is created; but, at the same time, leverage risk will increase. The Fund's use of leverage, through borrowings or instruments such as derivatives, may cause the Fund to be more volatile and riskier than if they had not been leveraged.

Futures

A futures contract is an agreement to purchase (long) or sell (short) an agreed amount of securities or other instruments at a set price for delivery at a future date. There are significant risks associated with a Fund's use of futures contracts, including (i) there may be an imperfect or no correlation between the changes in market value of the underlying asset and the prices of futures contracts; (ii) there may not be a liquid secondary market for a futures contract; (iii) trading restrictions or limitations may be imposed by an exchange; and (iv) government regulations may restrict trading in futures contracts. When investing in futures, there is minimal counterparty credit risk to a Fund because futures are exchange-traded and the exchange's clearinghouse, as counterparty to all exchange-traded futures, guarantees against default. Cash deposits are shown as segregated cash with broker on the Statements of Assets and Liabilities; securities held as collateral are noted on the Schedules of Investments.

The following table represents the Funds' use and volume of futures on a quarterly basis:

Fund	Use	Average Notional Amount	
		Long	Short
Europe 1.25x Strategy Fund	Index exposure, Leverage, Liquidity	\$ 6,641,289	\$ —
Japan 2x Strategy Fund	Index exposure, Leverage, Liquidity	11,429,600	—
Strengthening Dollar 2x Strategy Fund	Index exposure, Leverage, Liquidity	4,698,173	—
Weakening Dollar 2x Strategy Fund	Index exposure, Leverage, Liquidity	—	1,185,534

Swaps

A swap is an agreement that obligates two parties to exchange a series of cash flows at specified intervals based upon or calculated by reference to changes in specified prices or rates for a specified amount of an underlying asset. A Fund utilizing over-the-counter ("OTC") swaps bears the risk of loss of the amount expected to be received under a swap agreement in the event of the default or bankruptcy of a swap agreement counterparty or if the underlying asset declines in value. Certain standardized swaps are subject to mandatory central clearing and are executed on a multi-lateral or other trade facility platform, such as a registered exchange. There is limited counterparty credit risk with respect to centrally-cleared swaps as the transaction is facilitated through a central clearinghouse, much like exchange-traded futures contracts. Upon entering into certain centrally-cleared swap transactions, a Fund is required to deposit with its clearing broker an amount of cash or securities as an initial margin. Subsequent variation margin payments or receipts are made or received by the Fund, depending on fluctuations in the fair value of the reference entity. Additionally, there is no guarantee that a Fund or an underlying fund could eliminate its exposure under an outstanding swap agreement by entering into an offsetting swap agreement with the same or another party.

Currency swaps enable the Funds to gain exposure to currencies in a market without actually possessing a given currency, or to hedge a position. Currency swaps involve the exchange of the principal and interest in one currency for the principal and interest in another currency. As in other types of OTC swaps, the Funds may be at risk due to the counterparty's inability to perform.

The following table represents the Funds' use and volume of currency swaps on a quarterly basis:

Fund	Use	Average Notional Amount	
		Long	Short
Strengthening Dollar 2x Strategy Fund	Index exposure, Leverage, Liquidity	\$ 854,555	\$ —
Weakening Dollar 2x Strategy Fund	Index exposure, Leverage, Liquidity	—	225,081

NOTES TO FINANCIAL STATEMENTS (continued)

Derivative Investment Holdings Categorized by Risk Exposure

The following is a summary of the location of derivative investments on the Funds' Statements of Assets and Liabilities as of December 31, 2018:

Derivative Investment Type	Asset Derivatives	Liability Derivatives
Equity/Currency contracts	Variation margin Unrealized appreciation on swap agreements	Variation margin Unrealized depreciation on swap agreements

The following table sets forth the fair value of the Funds' derivative investments categorized by primary risk exposure at December 31, 2018:

Asset Derivative Investments Value				
Fund	Futures Equity Risk*	Futures Currency Risk*	Swaps Currency Risk	Total Value at December 31, 2018
Europe 1.25x Strategy Fund	\$ —	\$ 12,771	\$ —	\$ 12,771
Japan 2x Strategy Fund	—	90,227	—	90,227
Weakening Dollar 2x Strategy Fund	—	5,546	4,038	9,584

Liability Derivative Investments Value				
Fund	Futures Equity Risk*	Futures Currency Risk*	Swaps Currency Risk	Total Value at December 31, 2018
Europe 1.25x Strategy Fund	\$ 18,901	\$ —	\$ —	\$ 18,901
Japan 2x Strategy Fund	160,756	—	—	160,756
Strengthening Dollar 2x Strategy Fund	—	42,298	9,676	51,974

* Includes cumulative appreciation (depreciation) of futures contracts as reported on the Schedules of Investments. Only current day's variation margin is reported within the Statements of Assets and Liabilities.

The following is a summary of the location of derivative investments on the Funds' Statements of Operations for the year ended December 31, 2018:

Derivative Investment Type	Location of Gain (Loss) on Derivatives
Equity/Currency contracts	Net realized gain (loss) on futures contracts Net change in unrealized appreciation (depreciation) on futures contracts Net realized gain (loss) on swap agreements Net change in unrealized appreciation (depreciation) on swap agreements

The following is a summary of the Funds' realized gain (loss) and change in unrealized appreciation (depreciation) on derivative investments recognized on the Statements of Operations categorized by primary risk exposure for the year ended December 31, 2018:

Realized Gain (Loss) on Derivative Investments Recognized on the Statements of Operations				
Fund	Futures Equity Risk	Futures Currency Risk	Swaps Currency Risk	Total
Europe 1.25x Strategy Fund	\$ (387,950)	\$ (307,304)	\$ —	\$ (695,254)
Japan 2x Strategy Fund	(778,306)	337,653	—	(440,653)
Strengthening Dollar 2x Strategy Fund	—	282,196	12,411	294,607
Weakening Dollar 2x Strategy Fund	—	(91,226)	(29,256)	(120,482)

Change in Unrealized Appreciation (Depreciation) on Derivative Investments Recognized on the Statements of Operations

Fund	Futures Equity Risk	Futures Currency Risk	Swaps Currency Risk	Total
Europe 1.25x Strategy Fund	\$ 19,192	\$ (37,128)	\$ —	\$ (17,936)
Japan 2x Strategy Fund	(296,855)	50,711	—	(246,144)
Strengthening Dollar 2x Strategy Fund	—	(6,819)	(5,896)	(12,715)
Weakening Dollar 2x Strategy Fund	—	(5,576)	(2,002)	(7,578)

In conjunction with the use of derivative instruments, the Funds are required to maintain collateral in various forms. Depending on the financial instrument utilized and the broker involved, the Funds use margin deposits at the broker, cash and/or securities segregated at the custodian bank, discount notes or repurchase agreements allocated to the Funds.

The Trust has established counterparty credit guidelines and enters into transactions only with financial institutions of investment grade or better. The Trust monitors the counterparty credit risk.

Note 3 – Offsetting

In the normal course of business, the Funds enter into transactions subject to enforceable master netting arrangements or other similar arrangements. Generally, the right to offset in those agreements allows the Funds to counteract the exposure to a specific counterparty with collateral received from or delivered to that counterparty based on the terms of the arrangements. These arrangements provide for the right to liquidate upon the occurrence of an event of default, credit event upon merger or additional termination event.

In order to better define their contractual rights and to secure rights that will help the Funds mitigate their counterparty risk, the Funds may enter into an International Swaps and Derivatives Association, Inc. Master Agreement (“ISDA Master Agreement”) or similar agreement with their derivative contract counterparties. An ISDA Master Agreement is a bilateral agreement between a fund and a counterparty that governs OTC derivatives, including foreign exchange contracts, and typically contains, among other things, collateral posting terms and netting provisions in the event of a default and/or termination event. The provisions of the ISDA Master Agreement typically permit a single net payment in the event of a default (close-out netting) or similar event, including the bankruptcy or insolvency of the counterparty.

For derivatives traded under an ISDA Master Agreement, the collateral requirements are typically calculated by netting the mark-to-market amount for each transaction under such agreement and comparing that amount to the value of any collateral currently pledged by the Funds and the counterparty. For financial reporting purposes, cash collateral that has been pledged to cover obligations of the Funds and cash collateral received from the counterparty, if any, are reported separately on the Statements of Assets and Liabilities as segregated cash with broker/ receivable for variation margin, or payable for swap settlement/variation margin. Cash and/or securities pledged or received as collateral by the Funds in connection with an OTC derivative subject to an ISDA Master Agreement generally may not be invested, sold or rehypothecated by the counterparty or the Funds, as applicable, absent an event of default under such agreement, in which case such collateral generally may be applied towards obligations due to and payable by such counterparty or the Funds, as applicable. Generally, the amount of collateral due from or to a counterparty must exceed a minimum transfer amount threshold (e.g., \$300,000) before a transfer is required to be made. To the extent amounts due to the Funds from their counterparties are not fully collateralized, contractually or otherwise, the Funds bear the risk of loss from counterparty nonperformance. The Funds attempt to mitigate counterparty risk by only entering into agreements with counterparties that they believe to be of good standing and by monitoring the financial stability of those counterparties.

For financial reporting purposes, the Funds do not offset derivative assets and derivative liabilities that are subject to netting arrangements in the Statements of Assets and Liabilities.

NOTES TO FINANCIAL STATEMENTS (continued)

The following tables present derivative financial instruments and secured financing transactions that are subject to enforceable netting arrangements and offset in the Statements of Assets and Liabilities in conformity with U.S. GAAP:

Fund	Instrument	Gross Amounts of Recognized Assets ¹	Gross Amounts Offset in the Statements of Assets and Liabilities	Net Amount of Assets Presented on the Statements of Assets and Liabilities	Gross Amounts Not Offset in the Statements of Assets and Liabilities			Net Amount
					Financial Instruments	Cash Collateral Received		
Weakening Dollar 2x Strategy Fund	Swap currency contracts	\$ 4,038	\$ —	\$ 4,038	\$ —	\$ —		\$ 4,038

Fund	Instrument	Gross Amounts of Recognized Liabilities ¹	Gross Amounts Offset in the Statements of Assets and Liabilities	Net Amount of Liabilities Presented on the Statements of Assets and Liabilities	Gross Amounts Not Offset in the Statements of Assets and Liabilities			Net Amount
					Financial Instruments	Cash Collateral Pledged		
Strengthening Dollar 2x Strategy Fund	Swap currency contracts	\$ 9,676	\$ —	\$ 9,676	\$ —	\$ —		\$ 9,676

¹ Exchange-traded futures are excluded from these reported amounts.

The Funds have the right to offset deposits against any related derivative liabilities outstanding with each counterparty with the exception of exchange traded or centrally cleared derivatives. The following table presents deposits held by others in connection with derivative investments as of December 31, 2018.

Fund	Counterparty	Asset Type	Cash Pledged	Cash Received
Japan 2x Strategy Fund	Goldman Sachs Group	Futures contracts	\$ 2,295	\$ —
Weakening Dollar 2x Strategy Fund	Goldman Sachs Group	Futures contracts	1,605	—

Note 4 – Fair Value Measurement

In accordance with U.S. GAAP, fair value is defined as the price that the Funds would receive to sell an investment or pay to transfer a liability in an orderly transaction with an independent buyer in the principal market, or in the absence of a principal market, the most advantageous market for the investment or liability. U.S. GAAP establishes a three-tier fair value hierarchy based on the types of inputs used to value assets and liabilities and requires corresponding disclosure. The hierarchy and the corresponding inputs are summarized below:

Level 1 — quoted prices in active markets for identical assets or liabilities.

Level 2 — significant other observable inputs (for example quoted prices for securities that are similar based on characteristics such as interest rates, prepayment speeds, credit risk, etc.).

Level 3 — significant unobservable inputs based on the best information available under the circumstances, to the extent observable inputs are not available, which may include assumptions.

The types of inputs available depend on a variety of factors, such as the type of security and the characteristics of the markets in which it trades, if any. Fair valuation determinations that rely on fewer or no observable inputs require greater judgment. Accordingly, fair value determinations for Level 3 securities require the greatest amount of judgment.

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. The suitability of the techniques and sources employed to determine fair valuation are regularly monitored and subject to change.

Note 5 – Investment Advisory Agreement and Other Agreements

Under the terms of an investment advisory contract, the Funds pay GI investment advisory fees calculated at the annualized rates below, based on the average daily net assets of the Funds:

Fund	Management Fees (as a % of Net Assets)
S&P 500® Pure Growth Fund	0.75%
S&P 500® Pure Value Fund	0.75%
S&P MidCap 400® Pure Growth Fund	0.75%
S&P MidCap 400® Pure Value Fund	0.75%
S&P SmallCap 600® Pure Growth Fund	0.75%
S&P SmallCap 600® Pure Value Fund	0.75%
Europe 1.25x Strategy Fund	0.90%
Japan 2x Strategy Fund	0.75%
Strengthening Dollar 2x Strategy Fund	0.90%
Weakening Dollar 2x Strategy Fund	0.90%

GI engages external service providers to perform other necessary services for the Trust, such as audit and accounting related services, legal services, custody, printing and mailing, etc., on a pass-through basis. Such expenses are allocated to various Funds within the complex based on relative net assets.

The Trust has adopted an Investor Services Plan for which GFD and other firms that provide investor services (“Service Providers”) may receive compensation. The Funds will pay investor service fees to GFD at an annual rate not to exceed 0.25% of average daily net assets. GFD, in turn, will compensate Service Providers for providing such services, while retaining a portion of such payments to compensate itself for investor services it performs.

If a Fund invests in a fund that is advised by the same adviser or an affiliated adviser, the investing Fund’s adviser has agreed to waive fees at the investing fund level to the extent necessary to offset the proportionate share of any management fee paid by each Fund with respect to its investment in such affiliated fund. Fee waivers will be calculated at the investing Fund level without regard to any expense cap, if any, in effect for the investing Fund. Fees waived under this arrangement are not subject to reimbursement to GI. For the year ended December 31, 2018, the Europe 1.25x Strategy Fund, Japan 2x Strategy Fund, Strengthening Dollar 2x Strategy Fund and Weakening Dollar 2x Strategy Fund waived \$179, \$109, \$274 and \$38, respectively, related to investments in affiliated funds.

Certain officers of the Trust are also officers of GI and/or GFD. The Trust does not compensate its officers or trustees who are officers, directors and/or employees of GI or GFD.

MUFG Investor Services (US), LLC (“MUIS”) acts as the Funds’ administrator, transfer agent and accounting agent. As administrator, transfer agent and accounting agent, MUIS is responsible for maintaining the books and records of the Funds’ securities and cash. U.S. Bank, N.A. (“U.S. Bank”) acts as the Funds’ custodian. As custodian, U.S. Bank is responsible for the custody of the Funds’ assets. For providing the aforementioned services, MUIS and U.S. Bank are entitled to receive a monthly fee equal to an annual percentage of each Fund’s average daily net assets and out of pocket expenses.

Note 6 – Repurchase Agreements

The Funds transfer uninvested cash balances into a single joint account, the daily aggregate balance of which is invested in one or more repurchase agreements collateralized by obligations of the U.S. Treasury and U.S. government agencies. The joint account includes other Funds in the Guggenheim complex not covered in this report. The collateral is in the possession of the Funds' custodian and is evaluated to ensure that its market value exceeds, at a minimum, 102% of the original face amount of the repurchase agreements. Each Fund holds a pro rata share of the collateral based on the dollar amount of the repurchase agreement entered into by each Fund.

At December 31, 2018, the repurchase agreements in the joint account were as follows:

Counterparty and Terms of Agreement	Face Value	Repurchase Price	Collateral	Par Value	Fair Value
JP Morgan Chase & Co. 2.95% Due 01/02/19	\$ 54,122,377	\$ 54,131,247	U.S. Treasury Note 1.13% 06/30/21	\$ 57,040,000	\$ 55,203,996
			U.S. Treasury Bill 0.00% 01/03/19	900	900
				57,040,900	55,204,896
Barclays Capital 2.93% Due 01/02/19	22,507,947	22,511,611	U.S. Treasury Note 2.50% 05/15/24	22,942,600	22,958,127
Bank of America Merrill Lynch 2.95% Due 01/02/19	15,005,298	15,007,757	U.S. Treasury Strip 0.00% 08/15/31	22,092,096	15,305,404

In the event of counterparty default, the Funds have the right to collect the collateral to offset losses incurred. There is potential loss to the Funds in the event the Funds are delayed or prevented from exercising their rights to dispose of the collateral securities, including the risk of a possible decline in the value of the underlying securities during the period while the Funds seek to assert their rights. The Funds' investment adviser, acting under the supervision of the Board, reviews the value of the collateral and the creditworthiness of those banks and dealers with which the Funds enter into repurchase agreements to evaluate potential risks.

Note 7 – Portfolio Securities Loaned

The Funds may lend their securities to approved brokers to earn additional income. Security lending income shown on the Statements of Operations is shown net of rebates paid to the borrowers and earnings on cash collateral investments shared with the lending agent. Within this arrangement, the Funds act as the lender, U.S. Bank acts as the lending agent, and other approved registered broker dealers act as the borrowers. The Funds receive cash collateral, valued at 102% of the value of the securities on loan. Under the terms of the Funds' securities lending agreement with U.S. Bank, cash collateral and proceeds are invested in the First American Government Obligations Fund — Class Z. The Funds bear the risk of loss on cash collateral investments. Collateral is maintained over the life of the loan in an amount not less than the value of loaned securities, as determined at the close of fund business each day; any additional collateral required due to changes in security values is delivered to the Funds the next business day. Although the collateral mitigates the risk, the Funds could experience a delay in recovering their securities and a possible loss of income or value if the borrower fails to return the securities. The Funds have the right under the securities lending agreement to recover the securities from the borrower on demand. Securities lending transactions are accounted for as secured borrowings. The remaining contractual maturity of the securities lending agreement is overnight and continuous.

NOTES TO FINANCIAL STATEMENTS (continued)

At December 31, 2018, the Funds participated in securities lending transactions, which are subject to enforceable netting arrangements, as follows:

Fund	Gross Amounts Not Offset in the Statements of Assets and Liabilities			Securities Lending Collateral		
	Value of Securities Loaned	Collateral Received ^(a)	Net Amount	Cash Collateral Invested	Cash Collateral Uninvested	Total Collateral
S&P MidCap 400® Pure Growth Fund	\$ 16,561	\$ (16,561)	\$ —	\$ 15,915	\$ 2,693	\$ 18,608
S&P MidCap 400® Pure Value Fund	146,071	(146,071)	—	125,841	21,296	147,137
S&P SmallCap 600® Pure Growth Fund	56,122	(56,122)	—	50,084	8,476	58,560
S&P SmallCap 600® Pure Value Fund	76,068	(76,068)	—	72,895	12,336	85,231
Europe 1.25x Strategy Fund	3,663	(3,663)	—	3,246	549	3,795

^(a) Actual collateral received by the Fund is greater than the amount shown due to overcollateralization.

In the event of counterparty default, the Funds have the right to collect the collateral to offset losses incurred. There is potential loss to the Funds in the event the Funds are delayed or prevented from exercising their rights to dispose of the collateral securities, including the risk of a possible decline in the value of the underlying securities during the period while the Funds seek to assert their rights. GI, acting under the supervision of the Board, reviews the value of the collateral and the creditworthiness of those banks and dealers to evaluate potential risks.

Note 8 – Federal Income Tax Information

The Funds intend to comply with the provisions of Subchapter M of the Internal Revenue Code applicable to regulated investment companies and will distribute substantially all taxable net investment income and capital gains sufficient to relieve the Funds from all, or substantially all, federal income, excise and state income taxes. Therefore, no provision for federal or state income tax or federal excise tax is required.

Tax positions taken or expected to be taken in the course of preparing the Funds' tax returns are evaluated to determine whether the tax positions are "more-likely-than-not" of being sustained by the applicable tax authority. Tax positions not deemed to meet the more-likely-than-not threshold would be recorded as a tax benefit or expense in the current year. Management has analyzed the Funds' tax positions taken, or to be taken, on federal income tax returns for all open tax years, and has concluded that no provision for income tax is required in the Funds' financial statements. The Funds' federal tax returns are subject to examination by the Internal Revenue Service for a period of three years after they are filed.

The tax character of distributions paid during the year ended December 31, 2018 was as follows:

Fund	Ordinary Income	Long-Term Capital Gain	Total Distributions
S&P 500® Pure Growth Fund	\$ 2,314,070	\$ 1,894,330	\$ 4,208,400
S&P 500® Pure Value Fund	1,352,538	1,769,311	3,121,849
S&P MidCap 400® Pure Growth Fund	1,253,366	295,683	1,549,049
S&P MidCap 400® Pure Value Fund	389,206	1,523,738	1,912,944
S&P SmallCap 600® Pure Growth Fund	—	549,379	549,379
Europe 1.25x Strategy Fund	15,264	—	15,264
Japan 2x Strategy Fund	248,466	308,202	556,668

NOTES TO FINANCIAL STATEMENTS (continued)

The tax character of distributions paid during the year ended December 31, 2017 was as follows:

Fund	Ordinary Income	Long-Term Capital Gain	Total Distributions
S&P 500® Pure Growth Fund	\$ —	\$ 2,087,780	\$ 2,087,780
S&P 500® Pure Value Fund	2,231,533	—	2,231,533
S&P MidCap 400® Pure Value Fund	2,789,318	148,611	2,937,929
S&P SmallCap 600® Pure Growth Fund	—	799,644	799,644
S&P SmallCap 600® Pure Value Fund	—	398,643	398,643
Europe 1.25x Strategy Fund	40,552	—	40,552
Strengthening Dollar 2x Strategy Fund	9,995	44,708	54,703

Note: For federal income tax purposes, short-term capital gain distributions are treated as ordinary income distributions.

The tax components of accumulated earnings/(deficit) as of December 31, 2018 were as follows:

Fund	Undistributed Ordinary Income	Undistributed Long-Term Capital Gain	Net Unrealized Appreciation (Depreciation)	Accumulated Capital and Other Losses	Other Temporary Differences	Total
S&P 500® Pure Growth Fund	\$ —	\$ 893,907	\$ 4,027,150	\$ —	—	\$ 4,921,057
S&P 500® Pure Value Fund	285,841	392,845	(2,698,936)	—	—	(2,020,250)
S&P MidCap 400® Pure Growth Fund	—	—	394,260	(970,497)	—	(576,237)
S&P MidCap 400® Pure Value Fund	—	—	(479,308)	(485,787)	—	(965,095)
S&P SmallCap 600® Pure Growth Fund	—	—	1,239,488	(1,657,272)	—	(417,784)
S&P SmallCap 600® Pure Value Fund	28,502	—	(1,544,442)	(2,195,918)	3,650	(3,708,208)
Europe 1.25x Strategy Fund	73,573	—	(120,267)	(1,514,670)	—	(1,561,364)
Japan 2x Strategy Fund	25,936	—	2,258	(2,154,629)	—	(2,126,435)
Strengthening Dollar 2x Strategy Fund	21,820	—	(8,156)	(1,017,373)	—	(1,003,709)
Weakening Dollar 2x Strategy Fund	4,772	—	1,242	(1,408,370)	—	(1,402,356)

For Federal income tax purposes, capital loss carryforwards represent realized losses of the Funds that may be carried forward and applied against future capital gains. Under the RIC Modernization Act of 2010, the Funds are permitted to carry forward capital losses incurred in taxable years beginning after December 22, 2010 for an unlimited period and such capital loss carryforwards will retain their character as either short-term or long-term capital losses. As of December 31, 2018, capital loss carryforwards for the Funds were as follows:

Fund	Unlimited		Total Capital Loss Carryforward
	Short-Term	Long-Term	
S&P MidCap 400® Pure Growth Fund	\$ (970,497)	\$ —	\$ (970,497)
S&P MidCap 400® Pure Value Fund	(374,861)	(110,926)	(485,787)
S&P SmallCap 600® Pure Growth Fund	(1,657,272)	—	(1,657,272)
S&P SmallCap 600® Pure Value Fund	(1,803,392)	(392,526)	(2,195,918)
Europe 1.25x Strategy Fund	(964,978)	(549,692)	(1,514,670)
Japan 2x Strategy Fund	(865,390)	(1,289,239)	(2,154,629)
Strengthening Dollar 2x Strategy Fund	(409,333)	(608,040)	(1,017,373)
Weakening Dollar 2x Strategy Fund	(580,812)	(827,558)	(1,408,370)

NOTES TO FINANCIAL STATEMENTS (continued)

For the year ended December 31, 2018, the following capital loss carryforward amounts expired or were utilized:

Fund	Expired	Utilized	Total
Europe 1.25x Strategy Fund	\$ 1,734,902	\$ —	\$ 1,734,902
Strengthening Dollar 2x Strategy Fund	—	281,051	281,051

Net investment income and net realized gains (losses) may differ for financial statement and tax purposes because of temporary or permanent book/tax differences. These differences are primarily due to investments in real estate investment trusts, foreign currency gains and losses, dividend reclasses, losses deferred due to wash sales, distributions in connection with redemption of fund shares, return of capital distributions received, and the “mark-to-market” of certain derivatives. Additional differences may result from the tax treatment of net operating losses and the expiration of capital loss carryforward amounts and the “mark-to-market” for certain derivatives. To the extent these differences are permanent and would require a reclassification between Paid in Capital and Total Distributable Earnings (Loss), such reclassifications are made in the period that the differences arise. These reclassifications have no effect on net assets or NAV per share.

The following adjustments were made on the Statements of Assets and Liabilities as of December 31, 2018 for permanent book/tax differences:

Fund	Paid In Capital	Total Distributable Earnings (Loss)
S&P 500® Pure Growth Fund	\$ 568,292	\$ (568,292)
S&P 500® Pure Value Fund	831,721	(831,721)
S&P MidCap 400® Pure Growth Fund	(143,014)	143,014
S&P MidCap 400® Pure Value Fund	(2,158)	2,158
S&P SmallCap 600® Pure Growth Fund	(241,938)	241,938
S&P SmallCap 600® Pure Value Fund	(15,594)	15,594
Europe 1.25x Strategy Fund	(1,734,902)	1,734,902

At December 31, 2018, the cost of securities for Federal income tax purposes, the aggregate gross unrealized appreciation for all securities for which there was an excess of value over tax cost and the aggregate gross unrealized depreciation for all securities for which there was an excess of tax cost over value, were as follows:

Fund	Tax Cost	Tax Unrealized Appreciation	Tax Unrealized Depreciation	Net Unrealized Appreciation (Depreciation)
S&P 500® Pure Growth Fund	\$ 37,910,312	\$ 4,285,708	\$ (258,558)	\$ 4,027,150
S&P 500® Pure Value Fund	35,899,355	26,320	(2,725,256)	(2,698,936)
S&P MidCap 400® Pure Growth Fund	13,791,440	792,065	(397,805)	394,260
S&P MidCap 400® Pure Value Fund	9,611,770	545,397	(1,024,705)	(479,308)
S&P SmallCap 600® Pure Growth Fund	15,790,171	1,419,148	(179,660)	1,239,488
S&P SmallCap 600® Pure Value Fund	10,069,151	50,416	(1,594,858)	(1,544,442)
Europe 1.25x Strategy Fund	2,855,850	—	(120,242)	(120,242)
Japan 2x Strategy Fund	2,204,334	117,895	(115,637)	2,258
Strengthening Dollar 2x Strategy Fund	3,296,270	93	(8,249)	(8,156)
Weakening Dollar 2x Strategy Fund	609,374	1,256	(14)	1,242

Note 9 – Securities Transactions

For the year ended December 31, 2018, the cost of purchases and proceeds from sales of investment securities, excluding government securities, short-term investments and derivatives, were as follows:

Fund	Purchases	Sales
S&P 500® Pure Growth Fund	\$ 109,992,068	\$ 119,995,841
S&P 500® Pure Value Fund	73,816,074	78,683,147
S&P MidCap 400® Pure Growth Fund	37,618,410	41,347,772
S&P MidCap 400® Pure Value Fund	18,526,137	24,526,206
S&P SmallCap 600® Pure Growth Fund	73,029,346	73,179,736
S&P SmallCap 600® Pure Value Fund	29,848,528	36,200,292
Europe 1.25x Strategy Fund	7,393,579	10,309,367
Japan 2x Strategy Fund	3,790,354	5,980,000
Strengthening Dollar 2x Strategy Fund	5,363,916	4,370,000
Weakening Dollar 2x Strategy Fund	1,038,978	1,115,000

The Funds are permitted to purchase or sell securities from or to certain affiliated funds under specified conditions outlined in procedures adopted by the Board. The procedures have been designed to ensure that any purchase or sale of securities by a Fund from or to another fund or portfolio that is or could be considered an affiliate by virtue of having a common investment adviser (or affiliated investment advisers), common Trustees and/or common officers complies with Rule 17a-7 of the 1940 Act. Further, as defined under these procedures, each transaction is effected at the current market price to save costs, where permissible. For the year ended December 31, 2018, the Funds engaged in purchases and sales of securities, pursuant to Rule 17a-7 of the 1940 Act, as follows:

Fund	Purchases	Sales	Realized Gain (Loss)
S&P 500® Pure Growth Fund	\$ 23,199,269	\$ 28,505,560	\$ (339,099)
S&P 500® Pure Value Fund	17,939,230	21,175,103	(362,884)
S&P MidCap 400® Pure Growth Fund	2,752,875	4,123,523	(369,749)
S&P MidCap 400® Pure Value Fund	2,305,626	3,385,614	(115,157)
S&P SmallCap 600® Pure Growth Fund	9,919,834	8,163,833	(312,085)
S&P SmallCap 600® Pure Value Fund	4,671,961	4,677,363	58,044
Europe 1.25x Strategy Fund	4,342,276	6,076,345	(63,870)

Note 10 – Line of Credit

The Trust, along with other affiliated trusts, secured an uncommitted \$75,000,000 line of credit from U.S. Bank, N.A., which expires June 9, 2019. This line of credit is reserved for emergency or temporary purposes. Borrowings, if any, under this arrangement bear interest equal to the Prime Rate, minus 2%, which shall be paid monthly, averaging 2.91% for the year ended December 31, 2018. The Funds did not have any borrowings outstanding under this agreement at December 31, 2018.

The average daily balances borrowed for the year ended December 31, 2018, were as follows:

Fund	Average Daily Balance
S&P 500® Pure Growth Fund	\$ 4,460
S&P 500® Pure Value Fund	2,353
S&P MidCap 400® Pure Growth Fund	1,085
S&P MidCap 400® Pure Value Fund	290
S&P SmallCap 600® Pure Growth Fund	2,907
S&P SmallCap 600® Pure Value Fund	668
Europe 1.25x Strategy Fund	2,310
Japan 2x Strategy Fund	375
Strengthening Dollar 2x Strategy Fund	77
Weakening Dollar 2x Strategy Fund	68

Note 11 – Recent Regulatory Reporting Updates

In August 2018, the U.S. Securities and Exchange Commission adopted amendments to certain disclosure requirements under Regulation S-X to conform to U.S. GAAP, including: (i) an amendment to require presentation of the total, rather than the components, of distributable earnings on the Statements of Assets and Liabilities; and (ii) an amendment to require presentation of the total, rather than the components, of distributions to shareholders, except for tax return of capital distributions, on the Statements of Changes in Net Assets.

As of December 31, 2018, management has implemented the amendments to Regulation S-X, which did not have a material impact on the Funds' financial statements and related disclosures nor did it impact the Funds' net assets or results of operations.

Note 12 – Recent Accounting Pronouncements

In August 2018, the Financial Accounting Standards Board issued an Accounting Standards Update, ASU 2018-13, Fair Value Measurement (Topic 820), Disclosure Framework - Changes to the Disclosure Requirements for Fair Value Measurement (the "ASU") which adds, modifies and removes disclosure requirements related to certain aspects of fair value measurement. The ASU is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. At this time, management is evaluating the implications of these changes on the financial statements.

Note 13 – Legal Proceedings**Tribune Company**

Rydex Variable Trust has been named as a defendant and a putative member of the proposed defendant class of shareholders in the case entitled *Kirschner v. FitzSimons*, No. 12-2652 (S.D.N.Y.) (formerly *Official Committee of Unsecured Creditors of Tribune Co. v. FitzSimons*, Adv. Pro. No. 10-54010 (Bankr. D. Del.)) (the "*FitzSimons* action"), as a result of ownership by certain series of the Rydex Variable Trust of shares in the Tribune Company ("Tribune") in 2007, when Tribune effected a leveraged buyout transaction ("LBO") by which Tribune converted to a privately-held company. In his complaint, the plaintiff has alleged that, in connection with the LBO, Tribune insiders and shareholders were overpaid for their Tribune stock using financing that the insiders knew would, and ultimately did, leave Tribune insolvent. The plaintiff has asserted claims against certain insiders, major shareholders, professional advisers, and others involved in the LBO. The plaintiff is also attempting to obtain from former Tribune shareholders, including the Rydex Variable Trust, the proceeds they received in connection with the LBO.

In June 2011, a group of Tribune creditors filed multiple actions against former Tribune shareholders involving state law constructive fraudulent conveyance claims arising out of the 2007 LBO (the "SLCFC actions"). Rydex Variable Trust has been named as a defendant in one or more of these suits. In those actions, the creditors seek to recover from Tribune's former shareholders the proceeds received in connection with the 2007 LBO.

The *FitzSimons* action and the SLCFC actions have been consolidated with the majority of the other Tribune LBO-related lawsuits in a multidistrict litigation proceeding captioned *In re Tribune Company Fraudulent Conveyance Litig.*, No. 11-md-2696 (S.D.N.Y.) (the "MDL Proceeding").

On September 23, 2013, the District Court granted the defendants' omnibus motion to dismiss the SLCFC actions, on the basis that the creditors lacked standing. On September 30, 2013, the creditors filed a notice of appeal of the September 23 order. On October 28, 2013, the defendants filed a joint notice of cross-appeal of that same order. On March 29, 2016, the U.S. Court of Appeals for the Second Circuit issued its opinion on the appeal of the SLCFC actions. The appeals court affirmed the district court's dismissal of those lawsuits, but on different grounds than the district court. The appeals court held that while the plaintiffs have standing under the U.S. Bankruptcy Code, their claims were preempted by Section 546(e) of the Bankruptcy Code—the statutory safe harbor for settlement payments. On April 12, 2016, the Plaintiffs in the SLCFC actions filed a petition seeking rehearing *en banc* before the appeals court. On July 22, 2016, the appeals court denied the petition. On September 9, 2016, the plaintiffs filed a petition for writ of certiorari in the U.S. Supreme Court challenging the Second Circuit's decision that the safe harbor of Section 546(e) applied to their claims. The shareholder defendants, including the Funds, filed a joint brief in opposition to the petition for certiorari on October 24, 2016. On April 3, 2018, Justice Kennedy and Justice Thomas issued a "Statement" related to the petition for certiorari suggesting that the Second Circuit and/or District Court may want to take steps to reexamine the application of the Section 546(e) safe harbor to the previously dismissed state law constructive fraudulent transfer claims based on the Supreme Court's decision in *Merit Management Group LP v. FTI Consulting, Inc.* On April 10, 2018, Plaintiffs filed in the Second Circuit a motion for that court to recall its mandate, vacate its prior decision, and remand to the district court for further proceedings consistent with *Merit Management*. On April 20, 2018, the shareholder defendants filed an opposition to Plaintiffs' motion to recall the mandate. On May 15, 2018, the Second Circuit issued an order recalling the mandate "in anticipation of further panel review."

On May 23, 2014, the defendants filed motions to dismiss the *FitzSimons* action, including a global motion to dismiss Count I, which is the claim brought against former Tribune shareholders for intentional fraudulent conveyance under U.S. federal law. On January 6, 2017, the United States District Court for the Southern District of New York granted the shareholder defendants' motion to dismiss the intentional fraudulent conveyance claim in the *FitzSimons* action. The Court concluded that the plaintiff had failed to allege that Tribune entered the LBO with actual intent to hinder, delay, or defraud its creditors, and therefore the complaint failed to state a claim. In dismissing the intentional fraudulent conveyance claim, the Court denied the plaintiff's request to amend the complaint. On February 23, 2017, the Court issued an order stating that it intends to permit an interlocutory appeal of the dismissal order, but will wait to do so until it has resolved outstanding motions to dismiss filed by other defendants. Accordingly, the timing of the appeal is uncertain.

On July 18, 2017, the plaintiff submitted a letter to the District Court seeking leave to amend its complaint to add a constructive fraudulent transfer claim. The shareholder defendants opposed that request. On August 24, 2017, the Court denied the plaintiff's request without prejudice to renewal of the request in the event of an intervening change in the law. On March 8, 2018, the plaintiff renewed his request for leave to file a motion to amend the complaint to assert a constructive fraudulent transfer claim based on the Supreme Court's ruling in *Merit Management Group LP v. FTI Consulting, Inc.* The shareholder defendants opposed that request. On June 18, 2018 the District Court ordered that the request would be stayed pending further action by the Second Circuit in the SLCFC actions.

On December 18, 2018, plaintiff filed a letter with the District Court requesting that the stay be dissolved in order to permit briefing on the motion to amend the complaint and indicating plaintiff's intention to file another motion to amend the complaint to reinstate claims for intentional fraudulent transfer. The shareholder defendants opposed that request. On January 14, 2019, the court held a case management conference, during which the court stated that it would not lift the stay prior to further action from the Second Circuit in the SLCFC actions. The court further stated that it would allow the plaintiff to file a motion to amend to try to reinstate its intentional fraudulent transfer claim. The plaintiff has not yet filed any such motion. On January 23, 2019, the court ordered the parties still facing pending claims to participate in a mediation, to commence on January 28, 2019.

None of these lawsuits alleges any wrongdoing on the part of Rydex Variable Trust. The following series of Rydex Variable Trust held shares of Tribune and tendered these shares as part of Tribune's LBO: Nova Fund, S&P 500 2x Strategy Fund, Multi-Cap Core Equity Fund, S&P 500 Pure Value Fund, Hedged Equity Fund and Multi-Hedge Strategies Fund (the "Funds"). The value of the proceeds received by the foregoing Funds was \$12,580, \$2,380, \$1,360, \$148,376, \$2,720, and \$119,034, respectively. At this stage of the proceedings, Rydex Variable Trust is not able to make a reliable predication as to the outcome of these lawsuits or the effect, if any, on a Fund's net asset value.

Note 14 – Subsequent Events

The Funds evaluated subsequent events through the date the financial statements were available for issue and determined there were no additional material events that would require adjustment to or disclosure in the Funds' financial statements.

To the Shareholders of S&P 500[®] Pure Growth Fund, S&P 500[®] Pure Value Fund, S&P MidCap 400[®] Pure Growth Fund, S&P MidCap 400[®] Pure Value Fund, S&P SmallCap 600[®] Pure Growth Fund, S&P SmallCap 600[®] Pure Value Fund, Europe 1.25x Strategy Fund, Japan 2x Strategy Fund, Strengthening Dollar 2x Strategy Fund and Weakening Dollar 2x Strategy Fund and the Board of Trustees of Rydex Variable Trust

Opinion on the Financial Statements

We have audited the accompanying statements of assets and liabilities of S&P 500[®] Pure Growth Fund, S&P 500[®] Pure Value Fund, S&P MidCap 400[®] Pure Growth Fund, S&P MidCap 400[®] Pure Value Fund, S&P SmallCap 600[®] Pure Growth Fund, S&P SmallCap 600[®] Pure Value Fund, Europe 1.25x Strategy Fund, Japan 2x Strategy Fund, Strengthening Dollar 2x Strategy Fund and Weakening Dollar 2x Strategy Fund (collectively referred to as the “Funds”), (ten of the funds constituting Rydex Variable Trust (the “Trust”)), including the schedules of investments, as of December 31, 2018, and the related statements of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, the financial highlights for each of the five years in the period then ended and the related notes (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of each of the Funds (ten of the funds constituting Rydex Variable Trust) at December 31, 2018, the results of their operations for the year then ended, the changes in their net assets for each of the two years in the period then ended and their financial highlights for each of the five years in the period then ended, in conformity with U.S. generally accepted accounting principles.

Basis for Opinion

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

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Trust is not required to have, nor were we engaged to perform, an audit of the Trust's internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of December 31, 2018, by correspondence with the custodian, transfer agent, and brokers or by other appropriate auditing procedures where replies from brokers were not received. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Ernst + Young LLP

We have served as the auditor of one or more Guggenheim investment companies since 1979.

Tysons, Virginia
February 26, 2019

Federal Income Tax Information

This information is being provided as required by the Internal Revenue Code. Amounts shown may differ from those elsewhere in the report because of differences in tax and financial reporting practice.

In January 2019, shareholders will be advised on IRS Form 1099 DIV or substitute 1099 DIV as to the federal tax status of the distributions received by shareholders in the calendar year 2018.

The Funds' investment income (dividend income plus short-term gains, if any) qualifies as follows:

Of the taxable ordinary income distributions paid during the fiscal year ended December 31, 2018, the following Funds had the corresponding percentages qualify for the dividends received deduction for corporations.

Fund	Dividend Received Deduction
S&P 500® Pure Growth Fund	11.04%
S&P 500® Pure Value Fund	52.32%
S&P MidCap 400® Pure Growth Fund	9.81%
S&P MidCap 400® Pure Value Fund	51.87%

With respect to the taxable year ended December 31, 2018, the Funds hereby designate as capital gain dividends the amounts listed below, or, if subsequently determined to be different, the net capital gain of such year:

Fund	From long-term capital gain:	From long-term capital gain, using proceeds from shareholder redemptions:
S&P 500® Pure Growth Fund	\$ 1,894,330	\$ 1,043,291
S&P 500® Pure Value Fund	1,769,311	820,481
S&P MidCap 400® Pure Growth Fund	295,683	—
S&P MidCap 400® Pure Value Fund	1,523,738	—
S&P SmallCap 600® Pure Growth Fund	549,379	—
Japan 2x Strategy Fund	308,202	—

Proxy Voting Information

A description of the policies and procedures that the Trust uses to determine how to vote proxies relating to securities held in the Funds' portfolios is available, without charge and upon request, by calling 800.820.0888. This information is also available from the EDGAR database on the SEC's website at <https://www.sec.gov>.

Information regarding how the Funds voted proxies relating to portfolio securities during the most recent 12-month period ended June 30 is available without charge, upon request, by calling 800.820.0888. This information is also available from the EDGAR database on the SEC's website at <https://www.sec.gov>.

Sector Classification

Information in the Schedule of Investments is categorized by sectors using sector-level Classifications defined by the Bloomberg Industry Classification System, a widely recognized industry classification system provider. Each Fund's registration statement has investment policies relating to concentration in specific sectors/industries. For purposes of these investment policies, the Funds usually classify sectors/industries based on industry-level Classifications used by widely recognized industry classification system providers such as Bloomberg Industry Classification System, Global Industry Classification Standards and Barclays Global Classification Scheme.

Quarterly Portfolio Schedules Information

The Trust files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q, which are available on the SEC's website at <https://www.sec.gov>. The Funds' Forms N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, DC, and that information on the operation of the Public Reference Room may be obtained by calling 800-SEC-0330. Copies of the portfolio holdings are also available to shareholders, without charge and upon request, by calling 800.820.0888.

INFORMATION ON BOARD OF TRUSTEES AND OFFICERS (Unaudited)

A Board of Trustees oversees the Trust, as well as other trusts of GI, in which its members have no stated term of service, and continue to serve after election until resignation. The Statement of Additional Information includes further information about Fund Trustees and Officers, and can be obtained without charge by visiting guggenheiminvestments.com or by calling 800.820.0888.

Name, Address* and Year of Birth of Trustee	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Trustee**	Other Directorships Held by Trustee***
INDEPENDENT TRUSTEES				
Angela Brock-Kyle (1959)	Trustee, Member of the Audit Committee and Member of the Governance and Nominating Committee (2017-present).	Current: Founder and Chief Executive Officer, B.O.A.R.D.S (consulting firm) Former: Senior Leader, TIAA (financial services firm) (1987-2012).	109	None.
Corey A. Colehour (1945)	Trustee (1993-present); Member of the Audit Committee (1994-present); Member of the Governance and Nominating Committee (2017-present).	Retired.	109	None.
J. Kenneth Dalton (1941)	Trustee (1995-present); Chairman and Member of the Audit Committee (1997-present); and Member of the Governance and Nominating Committee (2018-present).	Retired.	109	Epiphany Funds (2) (2009-present).
Thomas F. Lydon, Jr. (1960)	Trustee, Member of the Audit Committee (2005-present); Chairman and Member of the Governance and Nominating Committee (2017-present).	Current: President, Global Trends Investments (registered investment adviser) (1996-present).	109	US Global Investors (GROW) (1995-present) and Harvest Volatility Edge Trust (3) (2017-present).
Sandra G. Sponem (1958)	Trustee, Chairwoman and Member of the Audit Committee, (2016-present); and Member of the Governance and Nominating Committee (2017-present).	Retired. Former: Senior Vice President and Chief Financial Officer, M.A. Mortenson Companies, Inc. (general contracting firm) (2007-2017).	109	SSGA Funds (125) (2018-present).

INFORMATION ON BOARD OF TRUSTEES AND OFFICERS (Unaudited) (continued)

Name, Address* and Year of Birth	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years
OFFICERS		
Michael P. Byrum (1970)	Vice President (2000-present)	<p>Current: Senior Vice President, Security Investors, LLC (2010-present); Senior Managing Director, Guggenheim Investments (2010-present); President and Chief Investment Officer, Rydex Holdings, LLC (2008-present) and Director and Chairman, Advisory Research Center, Inc. (2006-present).</p> <p>Former: Manager, Guggenheim Specialized Products, LLC (2005-2018); Vice President, Guggenheim Distributors, LLC (2009); Director (2009-2010) and Secretary (2002-2010), Rydex Fund Services, LLC; Director (2008-2010), Chief Investment Officer (2006-2010), President (2004-2010) and Secretary (2002-2010), Rydex Advisors, LLC; Director (2008-2010), Chief Investment Officer (2006-2010), President (2004-2010) and Secretary (2002-2010), Rydex Advisors II, LLC.</p>
James M. Howley (1972)	Assistant Treasurer (2016-present)	<p>Current: Managing Director, Guggenheim Investments (2004-present); Assistant Treasurer, certain other funds in the Fund Complex (2006-present).</p> <p>Former: Manager, Mutual Fund Administration of Van Kampen Investments, Inc. (1996-2004).</p>
Keith D. Kemp (1960)	Assistant Treasurer (2016-present)	<p>Current: Treasurer and Assistant Treasurer, certain other funds in the Fund Complex (2010-present); Managing Director, Guggenheim Investments (2015-present).</p> <p>Former: Chief Financial Officer, Guggenheim Specialized Products, LLC (2016-2018); Managing Director and Director, Transparent Value, LLC (2010-2016); Director, Guggenheim Partners Investment Management, LLC (2010-2015); Chief Operating Officer, Macquarie Capital Investment Management (2007-2009).</p>
Amy J. Lee (1961)	President (2017-present)	<p>Current: Interested Trustee, certain other funds in the Fund Complex (2018-present); President, certain other funds in the Fund Complex (2017-present); Chief Legal Officer, certain other funds in the Fund Complex (2014-present); Vice President, certain other funds in the Fund Complex (2007-present); Senior Managing Director, Guggenheim Investments (2012-present).</p> <p>Former: Trustee (2018-February 2019); President and Chief Executive Officer, certain other funds in the Fund Complex (2017-2018); and Vice President, Associate General Counsel and Assistant Secretary, Security Benefit Life Insurance Company and Security Benefit Corporation (2004-2012).</p>
Mark E. Mathiasen (1978)	Secretary (2017-present)	Current: Secretary, certain other funds in the Fund Complex (2007-present); Managing Director, Guggenheim Investments (2007-present).
Glenn McWhinnie (1969)	Assistant Treasurer (2016-present)	Current: Vice President, Guggenheim Investments (2009-present); Assistant Treasurer, certain other funds in the Fund Complex (2016-present).
Michael P. Megaris (1984)	Assistant Secretary (2018-present)	Current: Assistant Secretary, certain other funds in the Fund Complex (2014-present); Director, Guggenheim Investments (2012-present).
Elisabeth Miller (1968)	Chief Compliance Officer (2012-present)	<p>Current: Chief Compliance Officer, certain other funds in the Fund Complex (2012-present); Managing Director, Guggenheim Investments (2012-present); Vice President, Guggenheim Funds Distributors, LLC (2014-present).</p> <p>Former: Chief Compliance Officer, Security Investors, LLC (2012-2018); Chief Compliance Officer, Guggenheim Funds Investment Advisors, LLC (2012-2018); Chief Compliance Officer, Guggenheim Distributors, LLC (2009-2014); Senior Manager, Security Investors, LLC (2004-2014); Senior Manager, Guggenheim Distributors, LLC (2004-2014).</p>

INFORMATION ON BOARD OF TRUSTEES AND OFFICERS (Unaudited) (concluded)

Name, Address* and Year of Birth	Position(s) Held with the Trust, Term of Office and Length of Time Served	Principal Occupation(s) During Past 5 Years
OFFICERS - concluded		
Margaux Misanone (1978)	AML Officer (2017-present)	Current: Chief Compliance Officer, Security Investors, LLC and Guggenheim Funds Investment Advisors, LLC (2018-present); AML Officer, Security Investors, LLC and certain other funds in the Fund Complex (2017-present); Managing Director, Guggenheim Investments (2015-present). Former: Assistant Chief Compliance Officer, Security Investors, LLC and Guggenheim Funds Investments Advisors, LLC (2015-2018).
Adam J. Nelson (1979)	Assistant Treasurer (2016-present)	Current: Vice President, Guggenheim Investments (2015-present); Assistant Treasurer, certain other funds in the Fund Complex (2015-present). Former: Assistant Vice President and Fund Administration Director, State Street Corporation (2013-2015); Fund Administration Assistant Director, State Street (2011-2013); Fund Administration Manager, State Street (2009-2011).
William Rehder (1967)	Assistant Vice President (2018-present)	Current: Managing Director, Guggenheim Investments (2002-present).
Kimberly J. Scott (1974)	Assistant Treasurer (2016-present)	Current: Director, Guggenheim Investments (2012-present); Assistant Treasurer, certain other funds in the Fund Complex (2012-present). Former: Financial Reporting Manager, Invesco, Ltd. (2010-2011); Vice President/ Assistant Treasurer, Mutual Fund Administration for Van Kampen Investments, Inc./Morgan Stanley Investment Management (2009-2010); Manager of Mutual Fund Administration, Van Kampen Investments, Inc./Morgan Stanley Investment Management (2005-2009).
John L. Sullivan (1955)	Chief Financial Officer and Treasurer (2016-present)	Current: Chief Financial Officer, Chief Accounting Officer and Treasurer, certain other funds in the Fund Complex (2010-present); Senior Managing Director, Guggenheim Investments (2010-present). Former: Managing Director and Chief Compliance Officer, each of the funds in the Van Kampen Investments fund complex (2004-2010); Managing Director and Head of Fund Accounting and Administration, Morgan Stanley Investment Management (2002-2004); Chief Financial Officer and Treasurer, Van Kampen Funds (1996-2004).
Jon Szafran (1989)	Assistant Treasurer (2017-Present)	Current: Vice President, Guggenheim Investments (2017-present); Assistant Treasurer, certain other funds in the Fund Complex (2017-present). Former: Assistant Treasurer of Henderson Global Funds and Manager of US Fund Administration, Henderson Global Investors (North America) Inc. ("HGINA"), (2017); Senior Analyst of US Fund Administration, HGINA (2014-2017); Senior Associate of Fund Administration, Cortland Capital Market Services, LLC (2013-2014); Experienced Associate, PricewaterhouseCoopers LLP (2012-2013).

* All Trustees and Officers may be reached c/o Guggenheim Investments, 227 West Monroe Street, Chicago, Illinois 60606.

** The "Fund Complex" includes all closed-end and open-end funds (including all of their portfolios) advised by the Adviser and any funds that have an investment adviser or servicing agent that is an affiliated person of the Adviser. Information provided is as of the date of this report.

*** Certain of the Trustees may serve as directors on the boards of companies not required to be disclosed above, including certain non-profit companies and charitable foundations.

Who We Are

This Privacy Notice describes the data protection practices of Guggenheim Investments. Guggenheim Investments as used herein refers to the affiliated investment management businesses of Guggenheim Partners, LLC: Guggenheim Funds Investment Advisors, LLC, Guggenheim Partners Investment Management, LLC, Guggenheim Funds Distributors, LLC, Security Investors, LLC, Guggenheim Investment Advisors (Europe) Limited, Guggenheim Real Estate, LLC, GS Gamma Advisors, LLC, Guggenheim Partners India Management, LLC, Guggenheim Partners Europe Limited, as well as the funds in the Guggenheim Funds complex (the “Funds”) (“Guggenheim Investments,” “we,” “us,” or “our”).

Guggenheim Partners Investment Management Holdings, LLC, located at 330 Madison Avenue, New York, New York 10017 is the data controller for your information. The affiliates who are also controllers of certain of your information are: Guggenheim Investment Advisors (Europe) Limited, Guggenheim Partners Europe Limited, Guggenheim Partners, LLC, Guggenheim Funds Investment Advisors, LLC, Guggenheim Partners Investment Management, LLC, Guggenheim Funds Distributors, LLC and Security Investors, LLC, as well as the Funds.

Our Commitment to You

Guggenheim Investments considers your privacy our utmost concern. When you become our client or investor, you entrust us with not only your hard-earned money but also with your personal and financial information. Because we have access to your private information, we hold ourselves to the highest standards in its safekeeping and use. We strictly limit how we share your information with others, whether you are a current or former Guggenheim Investments client or investor.

The Information We Collect About You

We collect certain nonpublic personal information about you from information you provide on applications, other forms, our website, and/or from third parties including investment advisors. This information includes Social Security or other tax identification number, assets, income, tax information, retirement and estate plan information, transaction history, account balance, payment history, bank account information, marital status, family relationships, information that we collect on our website through the use of “cookies,” and other personal information that you or others provide to us. We may also collect such information through your inquiries by mail, e-mail or telephone. We may also collect customer due diligence information, as required by applicable law and regulation, through third party service providers.

How We Handle Your Personal Information

The legal basis for using your information as set out in this Privacy Notice is as follows: (a) use of your personal data is necessary to perform our obligations under any contract with you (such as a contract for us to provide financial services to you); or (b) where use of your personal data is not necessary for performance of a contract, use of your personal data is necessary for our legitimate interests or the legitimate interests of others (for example, to enforce the legal terms governing our services, operate and market our website and other services we offer, ensure safe environments for our personnel and others, make and receive payments, prevent fraud and to know the customer to whom we are providing the services). Some processing is done to comply with applicable law.

In addition to the specific uses described above, we also use your information in the following manner:

- We use your information in connection with servicing your accounts.
- We use information to respond to your requests or questions. For example, we might use your information to respond to your customer feedback.
- We use information to improve our products and services. We may use your information to make our website and products better. We may use your information to customize your experience with us.
- We use information for security purposes. We may use your information to protect our company and our customers.
- We use information to communicate with you. For example, we will communicate with you about your account or our relationship. We may contact you about your feedback. We might also contact you about this Privacy Notice. We may also enroll you in our email newsletter.

- We use information as otherwise permitted by law, as we may notify you.
- **Aggregate/Anonymous Data.** We may aggregate and/or anonymize any information collected through the website so that such information can no longer be linked to you or your device ("Aggregate/Anonymous Information"). We may use Aggregate/Anonymous Information for any purpose, including without limitation for research and marketing purposes, and may also share such data with any third parties, including advertisers, promotional partners, and sponsors.

We do not sell information about current or former clients or their accounts to third parties. Nor do we share this information, except when necessary to complete transactions at your request, to make you aware of investment products and services that we or our affiliates offer, or as permitted or required by law.

We provide information about you to companies and individuals not affiliated with Guggenheim Investments to complete certain transactions or account changes, or to perform services for us related to your account. For example, if you ask to transfer assets from another financial institution to Guggenheim Investments, we must provide certain information about you to that company to complete the transaction. We provide the third party with only the information necessary to carry out its responsibilities and only for that purpose. And we require these third parties to treat your private information with the same high degree of confidentiality that we do. To alert you to other Guggenheim Investments products and services, we share your information within our family of affiliated companies. You may limit our sharing with affiliated companies as set out below. We may also share information with any successor to all or part of our business, or in connection with steps leading up to a merger or acquisition. For example, if part of our business was sold we may give customer information as part of that transaction. We may also share information about you with your consent.

We will release information about you if you direct us to do so, if we are compelled by law to do so, or in other circumstances as permitted by law (for example, to protect your account from fraud).

If you close your account(s) or become an inactive client or investor, we will continue to adhere to the privacy policies and practices described in this notice.

Opt-Out Provisions and Your Data Choices

The law allows you to "opt out" of certain kinds of information sharing with third parties. We do not share personal information about you with any third parties that triggers this opt-out right. This means **YOU ARE ALREADY OPTED OUT**.

When you are no longer our client or investor, we continue to share your information as described in this notice, and you may contact us at any time to limit our sharing by sending an email to CorporateDataPrivacy@GuggenheimPartners.com.

European Union Data Subjects and certain others: In addition to the choices set forth above, residents of the European Union and certain other jurisdictions have certain rights to (1) request access to or rectification or deletion of information we collect about them, (2) request a restriction on the processing of their information, (3) object to the processing of their information, or (4) request the portability of certain information. To exercise these or other rights, please contact us using the contact information below. We will consider all requests and provide our response within the time period stated by applicable law. Please note, however, that certain information may be exempt from such requests in some circumstances, which may include if we need to keep processing your information for our legitimate interests or to comply with a legal obligation. We may request you provide us with information necessary to confirm your identity before responding to your request.

Residents of France and certain other jurisdictions may also provide us with instructions regarding the manner in which we may continue to store, erase and share your information after your death, and where applicable, the person you have designated to exercise these rights after your death.

How We Protect Privacy Online

We take steps to protect your privacy when you use our web site – www.guggenheiminvestments.com – by using secure forms of online communication, including encryption technology, Secure Socket Layer (SSL) protocol, firewalls and user names and passwords. These safeguards vary based on the sensitivity of the information that we collect and store. However, we cannot and do not guarantee that these measures will prevent every unauthorized attempt to access, use, or disclose your information since despite our efforts, no Internet and/or other electronic transmissions can be completely secure. Our web site uses “http cookies”—tiny pieces of information that we ask your browser to store. We use cookies for session management and security features on the Guggenheim Investments web site. We do not use them to pull data from your hard drive, to learn your e-mail address, or to view data in cookies created by other web sites. We will not share the information in our cookies or give others access to it. See the legal information area on our web site for more details about web site security and privacy features.

How We Safeguard Your Personal Information and Data Retention

We restrict access to nonpublic personal information about you to our employees and in some cases to third parties (for example, the service providers described above) as permitted by law. We maintain strict physical, electronic and procedural safeguards that comply with federal standards to guard your nonpublic personal information.

We keep your information for no longer than necessary for the purposes for which it is processed. The length of time for which we retain information depends on the purposes for which we collected and use it and/or as required to comply with applicable laws. Information may persist in copies made for backup and business continuity purposes for additional time.

International Visitors

If you are not a resident of the United States, please be aware that your information may be transferred to, stored and processed in the United States where our servers are located and our databases are operated. The data protection and other laws of the United States and other countries might not be as comprehensive as those in your country.

In such cases, we ensure that a legal basis for such a transfer exists and that adequate protection is provided as required by applicable law, for example, by using standard contractual clauses or by transferring your data to a jurisdiction that has obtained an adequacy finding. Individuals whose data may be transferred on the basis of standard contractual clauses may contact us as described below.

We'll Keep You Informed

If you have any questions or concerns about how we treat your personal data, we encourage you to consult with us first. You may also contact the relevant supervisory authority.

We reserve the right to modify this policy at any time and will inform you promptly of material changes. You may access our privacy policy from our web site at www.guggenheiminvestments.com. Should you have any questions regarding our privacy policy, contact us by email at CorporateDataPrivacy@GuggenheimPartners.com.

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