



**Managers AMG FQ Tax-Managed U.S. Equity Fund - Portfolio Holdings as of 02/28/10**

ID	Ticker	Name	Sector	Asset Class	Coun try	Currency	Par/Shares	Price	Market Value	% of Fund
459200101	IBM	IBM	Information Technology	S	USA	USD	10,600	127.16	\$1,347,896	2.71%
46625H100	JPM	JP Morgan Chase	Financials	S	USA	USD	27,500	41.97	\$1,154,175	2.32%
25490A101	DTV	DIRECTV - A	Consumer Discretionary	S	USA	USD	33,800	33.85	\$1,144,130	2.30%
166764100	CVX	ChevronTexaco	Energy	S	USA	USD	15,000	72.30	\$1,084,500	2.18%
254687106	DIS	Walt Disney	Consumer Discretionary	S	USA	USD	33,000	31.24	\$1,030,920	2.07%
428236103	HPQ	Hewlett-Packard	Information Technology	S	USA	USD	20,200	50.79	\$1,025,958	2.06%
254423106	DIN	DineEquity	Consumer Discretionary	S	USA	USD	33,700	29.34	\$988,758	1.99%
38259P508	GOOG	Google	Information Technology	S	USA	USD	1,800	526.80	\$948,240	1.90%
035710409	NLY	Annaly Mortgage Managemnt	Financials	S	USA	USD	47,900	18.38	\$880,402	1.77%
87311L104	TWTC	tw telecom	Telecommunication Services	S	USA	USD	52,000	15.89	\$826,280	1.66%
737630103	PCH	Potlatch	Financials	S	USA	USD	24,600	33.02	\$812,292	1.63%
037833100	AAPL	Apple	Information Technology	S	USA	USD	3,900	204.62	\$798,018	1.60%
254067101	DDS	Dillard's	Consumer Discretionary	S	USA	USD	46,600	16.87	\$786,142	1.58%
458140100	INTC	Intel	Information Technology	S	USA	USD	36,600	20.53	\$751,398	1.51%
24702R101	DELL	Dell	Information Technology	S	USA	USD	50,900	13.23	\$673,407	1.35%
939640108	WPO	Washington Post - B	Consumer Discretionary	S	USA	USD	1,600	420.31	\$672,496	1.35%
031162100	AMGN	Amgen	Health Care	S	USA	USD	11,800	56.61	\$667,998	1.34%
68389X105	ORCL	Oracle	Information Technology	S	USA	USD	25,800	24.65	\$635,970	1.28%
678026105	OIS	Oil States International	Energy	S	USA	USD	14,600	43.02	\$628,092	1.26%
027070101	AIPC	American Italian Pasta - A	Consumer Staples	S	USA	USD	15,200	38.80	\$589,760	1.18%
530555101	LBTYA	Liberty Global	Consumer Discretionary	S	USA	USD	21,800	26.88	\$585,984	1.18%
98385X106	XTO	XTO Energy	Energy	S	USA	USD	12,600	45.70	\$575,820	1.16%
38141G104	GS	Goldman Sachs	Financials	S	USA	USD	3,600	156.35	\$562,860	1.13%
38388F108	GRA.N	WR Grace	Materials	S	USA	USD	18,200	28.96	\$527,072	1.06%
25754A201	DPZ	Domino's Pizza	Consumer Discretionary	S	USA	USD	41,000	12.49	\$512,090	1.03%
594918104	MSFT	Microsoft	Information Technology	S	USA	USD	17,600	28.66	\$504,416	1.01%
981811102	WOR	Worthington	Materials	S	USA	USD	31,400	15.84	\$497,376	1.00%
283677854		EI Paso Electric	Utilities	S	USA	USD	24,200	20.12	\$486,904	0.98%
552541104	MFW	M&F Worldwide	Industrials	S	USA	USD	15,000	32.39	\$485,850	0.98%
742718109	PG	Procter & Gamble	Consumer Staples	S	USA	USD	7,600	63.28	\$480,928	0.97%
210371100	CEG	Constellation Energy	Utilities	S	USA	USD	13,200	35.07	\$462,924	0.93%
499183804	KNOL	Knology	Consumer Discretionary	S	USA	USD	40,000	11.45	\$458,000	0.92%
871546206	SMA	Symmetry Medical	Health Care	S	USA	USD	52,600	8.60	\$452,360	0.91%
844895102	SWX.NY	Southwest Gas	Utilities	S	USA	USD	15,400	28.58	\$440,132	0.88%

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50540R409	LH	Laboratory Corp of America	Health Care	S	USA	USD	6,000	73.31	\$439,860	0.88%
419879101	HA	Hawaiian Holdings	Industrials	S	USA	USD	56,200	7.78	\$437,236	0.88%
650203102	NAL	NewAlliance Bancshares	Financials	S	USA	USD	35,600	11.98	\$426,488	0.86%
494368103	KMB	Kimberly-Clark	Consumer Staples	S	USA	USD	7,000	60.74	\$425,180	0.85%
902788108	UMBF	UMB Financial	Financials	S	USA	USD	10,800	38.31	\$413,748	0.83%
G3223R108	RE	Everest Re Group	Financials	S	BAR	USD	4,500	85.42	\$384,390	0.77%
53071M104	LINTA	Liberty Media Corp - Interactive	Consumer Discretionary	S	USA	USD	29,400	12.59	\$370,146	0.74%
902681105	UGI.N	UGI	Utilities	S	USA	USD	14,600	25.05	\$365,730	0.73%
461203101	IVC.N	Invacare	Health Care	S	USA	USD	13,400	27.28	\$365,552	0.73%
30231G102	XOM	Exxon Mobil	Energy	S	USA	USD	5,600	65.00	\$364,000	0.73%
69366A100	PSSI	PSS World Medical	Health Care	S	USA	USD	16,400	21.09	\$345,876	0.69%
08160H101	BHE	Benchmark Electronics	Information Technology	S	USA	USD	17,200	19.80	\$340,560	0.68%
063904106	OZRK.O	Bank of the Ozarks	Financials	S	USA	USD	11,000	30.72	\$337,920	0.68%
16359R103	CHE	Chemed	Health Care	S	USA	USD	6,200	53.56	\$332,072	0.67%
478160104	JNJ	Johnson & Johnson	Health Care	S	USA	USD	5,250	63.00	\$330,750	0.66%
447011107	HUN	Huntsman	Materials	S	USA	USD	24,000	13.73	\$329,520	0.66%
153527205	CENTA	Central Garden and Pet - A	Consumer Staples	S	USA	USD	34,400	9.55	\$328,520	0.66%
89417E109	TRV	The Travelers Companies	Financials	S	USA	USD	6,200	52.59	\$326,058	0.65%
G0450A105	ACGL	Arch Capital	Financials	S	BER	USD	4,400	73.98	\$325,512	0.65%
65248E104	NWSA	News Corp - A	Consumer Discretionary	S	USA	USD	24,000	13.37	\$320,880	0.64%
988498101	YUM	Yum! Brands	Consumer Discretionary	S	USA	USD	9,400	33.72	\$316,968	0.64%
76009N100	RCII	Rent-A-Center	Consumer Discretionary	S	USA	USD	13,600	22.24	\$302,464	0.61%
037389103	AON	AON	Financials	S	USA	USD	7,300	40.94	\$298,862	0.60%
802809103	SBP.N	Santander BanCorp	Financials	S	USA	USD	23,600	12.21	\$288,156	0.58%
674599105	OXY	Occidental Petroleum	Energy	S	USA	USD	3,600	79.85	\$287,460	0.58%
29084Q100	EME.N	EMCOR Group	Industrials	S	USA	USD	12,098	23.02	\$278,496	0.56%
69888P106	PRX	Par Pharmaceutical	Health Care	S	USA	USD	11,000	25.03	\$275,330	0.55%
171340102	CHD	Church & Dwight	Consumer Staples	S	USA	USD	4,000	67.18	\$268,720	0.54%
00206R102	T	AT&T	Telecommunication Services	S	USA	USD	10,800	24.81	\$267,948	0.54%
94770V102	WBMD	WebMD Health	Information Technology	S	USA	USD	6,200	43.08	\$267,096	0.54%
256743105	DTG.N	Dollar Thrifty Automotive	Industrials	S	USA	USD	8,800	30.04	\$264,352	0.53%
09247X101	BLK	BlackRock	Financials	S	USA	USD	1,200	218.80	\$262,560	0.53%
93317Q105	WLT.N	Walter Industries	Materials	S	USA	USD	3,200	78.57	\$251,424	0.50%
29275Y102	ENS	Energys	Industrials	S	USA	USD	11,000	22.79	\$250,690	0.50%

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58155Q103	MCK	McKesson	Health Care	S	USA	USD	4,200	59.15	\$248,430	0.50%
913903100	UHS	Universal Health Services - B	Health Care	S	USA	USD	8,000	31.02	\$248,160	0.50%
48242W106	KBR	KBR	Industrials	S	USA	USD	11,800	20.71	\$244,378	0.49%
413875105	HRS	Harris	Information Technology	S	USA	USD	5,400	45.22	\$244,188	0.49%
460146103	IP	International Paper	Materials	S	USA	USD	10,200	23.17	\$236,334	0.47%
887389104	TKR	Timken	Industrials	S	USA	USD	8,600	26.23	\$225,578	0.45%
499005106	NITE	Knight Capital Group	Financials	S	USA	USD	13,400	16.14	\$216,276	0.43%
254709108	DFS	Discover Financial Services	Financials	S	USA	USD	15,800	13.65	\$215,670	0.43%
878237106	TECD	Tech Data	Information Technology	S	USA	USD	5,000	42.84	\$214,200	0.43%
76120W302	RSO	Resources Capital	Financials	S	USA	USD	33,000	6.33	\$208,890	0.42%
12662P108	CVI	CVR Energy	Energy	S	USA	USD	25,000	8.22	\$205,500	0.41%
053807103	AVT.N	Avnet	Information Technology	S	USA	USD	7,400	27.61	\$204,314	0.41%
490057106	KNSY.O	Kensey Nash	Health Care	S	USA	USD	9,200	22.07	\$203,044	0.41%
011659109	ALK	Alaska Air	Industrials	S	USA	USD	5,800	35.00	\$203,000	0.41%
24522P103	DLM	Del Monte Foods	Consumer Staples	S	USA	USD	16,800	11.72	\$196,896	0.40%
91529Y106	UNM	UnumProvident	Financials	S	USA	USD	9,400	20.81	\$195,614	0.39%
471109108	JAH	Jarden	Consumer Discretionary	S	USA	USD	6,000	32.06	\$192,360	0.39%
228368106	CCK.N	Crown Hldgs	Materials	S	USA	USD	7,000	27.32	\$191,240	0.38%
88632Q103	TIBX	TIBCO Software	Information Technology	S	USA	USD	20,600	9.17	\$188,902	0.38%
981419104	WRLD	World Acceptance	Financials	S	USA	USD	4,400	41.79	\$183,876	0.37%
665859104	NTRS	Northern Trust	Financials	S	USA	USD	3,300	53.29	\$175,857	0.35%
751028101	RAH	Ralcorp Holdings	Consumer Staples	S	USA	USD	2,600	66.81	\$173,706	0.35%
87236Y108	AMTD	TD Ameritrade Holding	Financials	S	USA	USD	9,800	17.49	\$171,402	0.34%
201723103	CMC	Commercial Metals Company	Materials	S	USA	USD	10,400	16.40	\$170,560	0.34%
911684108	USM	US Cellular	Telecommunication Services	S	USA	USD	4,600	36.63	\$168,498	0.34%
025932104	AFG	American Financial Group	Financials	S	USA	USD	6,400	25.87	\$165,568	0.33%
G54050102	LAZ	Lazard - A	Financials	S	BER	USD	4,600	35.93	\$165,278	0.33%
30161N101	EXC	Exelon	Utilities	S	USA	USD	3,800	43.30	\$164,540	0.33%
388689101	GPK	Graphic Packaging Holding	Materials	S	USA	USD	46,700	3.48	\$162,516	0.33%
95082P105	WCC.NY	Wesco International	Industrials	S	USA	USD	5,600	28.89	\$161,784	0.32%
P16994132	BLX.N	Banco Latinoamericano de Comercio Exterior	Financials	S	CAY	USD	11,200	14.13	\$158,256	0.32%
898349105	TRST.O	Trustco Bank	Financials	S	USA	USD	25,800	6.05	\$156,090	0.31%
398905109	GPI	Group 1 Automotive	Consumer Discretionary	S	USA	USD	5,600	27.77	\$155,512	0.31%
959802109	WU	Western Union	Information Technology	S	USA	USD	9,600	15.78	\$151,488	0.30%

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023436108	AMED	Amedisys	Health Care	S	USA	USD	2,600	57.65	\$149,890	0.30%
268648102	EMC	EMC	Information Technology	S	USA	USD	8,500	17.49	\$148,665	0.30%
540424108	L	Loews	Financials	S	USA	USD	4,000	36.46	\$145,840	0.29%
053774105	CAR	Avis Budget Group	Industrials	S	USA	USD	13,800	10.52	\$145,176	0.29%
64031N108	NNI	Nelnet - A	Financials	S	USA	USD	9,200	15.72	\$144,624	0.29%
37247A102	GTIV.O	Gentiva Health Services	Health Care	S	USA	USD	5,200	27.71	\$144,092	0.29%
370334104	GIS	General Mills	Consumer Staples	S	USA	USD	2,000	72.01	\$144,020	0.29%
584690309	MRX.N	Medicis Pharmaceutical	Health Care	S	USA	USD	6,400	22.50	\$144,000	0.29%
G36738105	FDP.N	Fresh Del Monte Produce	Consumer Staples	S	CAY	USD	7,400	19.41	\$143,634	0.29%
858586100	SCL	Stepan	Materials	S	USA	USD	3,000	47.54	\$142,620	0.29%
58446K105	MCCC.O	Mediacom Communications - A	Consumer Discretionary	S	USA	USD	30,600	4.64	\$141,984	0.29%
779382100	RDC	Rowan	Energy	S	USA	USD	5,400	26.02	\$140,508	0.28%
30239F106	FFG.N	FBL Financial - A	Financials	S	USA	USD	6,800	20.32	\$138,176	0.28%
513847103	LANC	Lancaster Colony	Consumer Staples	S	USA	USD	2,400	57.54	\$138,096	0.28%
G7127P100	PTP	Platinum Underwriters	Financials	S	BER	USD	3,600	37.39	\$134,604	0.27%
629445206	NVEC	NVE	Information Technology	S	USA	USD	3,000	44.46	\$133,380	0.27%
871130100	SY.N	Sybase	Information Technology	S	USA	USD	3,000	44.39	\$133,170	0.27%
46612K108	JDAS.O	JDA Software Group	Information Technology	S	USA	USD	4,662	28.30	\$131,935	0.26%
212485106	CVG.N	Convergys	Information Technology	S	USA	USD	10,400	12.34	\$128,336	0.26%
126650100	CVS	CVS	Consumer Staples	S	USA	USD	3,800	33.75	\$128,250	0.26%
25470F302	DISCK	Discovery Communications - C	Consumer Discretionary	S	USA	USD	4,800	26.54	\$127,392	0.26%
717081103	PFE	Pfizer	Health Care	S	USA	USD	7,200	17.55	\$126,360	0.25%
896522109	TRN.N	Trinity Industires	Industrials	S	USA	USD	7,400	16.83	\$124,542	0.25%
759351604	RGA	Reinsurance Group of America	Financials	S	USA	USD	2,600	47.53	\$123,578	0.25%
02744M108	AMMD	American Medical Systems	Health Care	S	USA	USD	6,800	18.12	\$123,216	0.25%
084670108	BRK/A.N	Berkshire Hathaway - A	Financials	S	USA	USD	1	119800.00	\$119,800	0.24%
942749102	WTS.N	Watts Water Technologies	Industrials	S	USA	USD	4,000	29.16	\$116,640	0.23%
909205106	UNS.N	Unisource Energy	Utilities	S	USA	USD	4,000	29.14	\$116,560	0.23%
866933401	SUNH	Sun Healthcare Group	Health Care	S	USA	USD	12,800	8.89	\$113,792	0.23%
48562P103	KS	KapStone Paper and Packaging	Materials	S	USA	USD	12,200	9.16	\$111,752	0.22%
852891100	SFG.N	StanCorp Financial Group	Financials	S	USA	USD	2,600	42.98	\$111,748	0.22%
501044101	KR	Kroger	Consumer Staples	S	USA	USD	5,000	22.10	\$110,500	0.22%
31942D107	FCFS	First Cash Financial Services	Financials	S	USA	USD	5,200	21.22	\$110,344	0.22%
16115Q308	GTLS	Chart Industries	Industrials	S	USA	USD	5,400	20.36	\$109,944	0.22%

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N6748L102	OFIX	Orthofix International	Health Care	S	ANT	USD	3,200	34.09	\$109,088	0.22%
368682100	GY.N	Gencorp	Industrials	S	DEN	DKK	24,800	4.32	\$107,136	0.22%
87612E106	TGT	Target	Consumer Discretionary	S	USA	USD	2,000	51.52	\$103,040	0.21%
02916P103	ARII	American Railcar Industries	Industrials	S	USA	USD	10,800	9.45	\$102,060	0.20%
12618M100	CPII	CPI International	Information Technology	S	USA	USD	8,200	12.33	\$101,106	0.20%
05366Y102	AVNW	Aviat Networks	Information Technology	S	USA	USD	16,400	6.15	\$100,860	0.20%
831865209	AOS.N	AO Smith	Industrials	S	USA	USD	2,200	45.30	\$99,660	0.20%
247131105	DFG	Delphi Financial Group	Financials	S	USA	USD	4,600	21.33	\$98,118	0.20%
739128106	POWL	Powell Industries	Industrials	S	USA	USD	3,400	28.80	\$97,920	0.20%
931142103	WMT	Wal-Mart Stores	Consumer Staples	S	USA	USD	1,800	54.07	\$97,326	0.20%
31430F101	FCH	FelCor Lodging Trust	Financials	S	USA	USD	25,600	3.77	\$96,512	0.19%
17275R102	CSCO	Cisco Systems	Information Technology	S	USA	USD	3,500	24.33	\$85,155	0.17%
69331C108	PCG.N	PG&E	Utilities	S	USA	USD	2,000	41.92	\$83,840	0.17%
06652V109	BANR	Banner	Financials	S	USA	USD	30,200	2.71	\$81,842	0.16%
018772103	AOI	Alliance One International	Consumer Staples	S	USA	USD	15,800	5.13	\$81,054	0.16%
171232101	CB	Chubb	Financials	S	USA	USD	1,600	50.46	\$80,736	0.16%
539830109	LMT	Lockheed Martin	Industrials	S	USA	USD	1,000	77.76	\$77,760	0.16%
31946M103	FCNCA.O	First Citizens BancShares - A	Financials	S	USA	USD	400	182.99	\$73,196	0.15%
001744101	AHS.N	AMN Healthcare Services	Health Care	S	USA	USD	7,200	9.22	\$66,384	0.13%
297425100	ESL.N	Esterline Technologies	Industrials	S	USA	USD	1,600	41.15	\$65,840	0.13%
649445103	NYB	New York Community Bancorp	Financials	S	USA	USD	4,200	15.49	\$65,058	0.13%
74112D101	PBH	Prestige Brands Holdings	Consumer Staples	S	USA	USD	8,000	8.03	\$64,240	0.13%
218681104	CORE	Core-Mark Holding	Consumer Discretionary	S	USA	USD	2,000	32.04	\$64,080	0.13%
049904105	ATRI	Atrion	Health Care	S	USA	USD	400	155.62	\$62,248	0.13%
882508104	TXN	Texas Instruments	Information Technology	S	USA	USD	2,400	24.38	\$58,512	0.12%
018490102	AGN	Allergan	Health Care	S	USA	USD	1,000	58.43	\$58,430	0.12%
58449L100	MDCI	Medical Action Industries	Health Care	S	USA	USD	4,600	12.54	\$57,684	0.12%
761713106	RAI	Reynolds American	Consumer Staples	S	USA	USD	1,000	52.80	\$52,800	0.11%
29089Q105	EBS	Emergent Biosolutions	Health Care	S	USA	USD	2,800	14.66	\$41,048	0.08%
890110109	TMP	Tompkins Financial	Financials	S	USA	USD	1,100	35.86	\$39,446	0.08%
084670702	BRK/B	Berkshire Hathaway - B	Financials	S	USA	USD	487	80.13	\$39,023	0.08%
15189T107	CNP	Centerpoint Energy	Utilities	S	USA	USD	2,800	13.38	\$37,464	0.08%
055921100	BMC.N	BMC Software	Information Technology	S	USA	USD	1,000	36.84	\$36,840	0.07%
G16962105	BG	Bunge Limited	Consumer Staples	S	USA	USD	600	59.59	\$35,754	0.07%

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**Managers AMG FQ Tax-Managed U.S. Equity Fund - Portfolio Holdings as of 02/28/10**

ID	Ticker	Name	Sector	Asset Class	Coun try	Currency	Par/Shares	Price	Market Value	% of Fund
91324P102	UNH	UnitedHealth Group	Health Care	S	USA	USD	1,000	33.86	\$33,860	0.07%
25065D100	DEST	Destination Maternity	Consumer Discretionary	S	USA	USD	1,400	22.62	\$31,668	0.06%
634865109	NKSH	National Bankshares	Financials	S	USA	USD	1,000	27.09	\$27,090	0.05%
191216100	KO	Coca-Cola	Consumer Staples	S	USA	USD	500	52.72	\$26,360	0.05%
666762109	NRIM	Northrim BanCorp	Financials	S	USA	USD	1,400	15.91	\$22,274	0.04%
317585404	FISI	Financial Institutions	Financials	S	USA	USD	1,600	13.24	\$21,184	0.04%
84470P109	SBSI	Southside Bancshares	Financials	S	USA	USD	741	20.03	\$14,842	0.03%
150602209	CDR	Cedar Shopping Centers REIT	Financials	S	USA	USD	2,200	6.59	\$14,498	0.03%
165303108	CPK	Chesapeake Utilities	Utilities	S	USA	USD	405	29.96	\$12,134	0.02%
565849106	MRO	Marathon Oil	Energy	S	USA	USD	400	28.95	\$11,580	0.02%
954235107	WMAR.O	West Marine	Consumer Discretionary	S	USA	USD	1,000	9.43	\$9,430	0.02%
92343V104	VZ	Verizon Communications	Telecommunication Services	S	USA	USD	200	28.93	\$5,786	0.01%
09746Y105	BZ	Boise	Materials	S	USA	USD	600	4.75	\$2,850	0.01%
893617209	TCI	Transcontinental Realty Investors	Financials	S	USA	USD	200	12.25	\$2,450	0.00%
200000000		Other Assets & Liabilities	Other Assets	O	USA	USD			\$14,053	0.03%
100000000		Cash & Equivalents	Cash	C	USA	USD			\$338,432	0.68%

**Disclosure**

Mention of a specific security should not be considered a recommendation to buy or solicitation to sell that security. In choosing a Fund, investors should carefully consider the amount they plan to invest, their investment objectives, the Funds investment objectives, risks, charges and expenses before investing. For this and other information, please call 800.548.4539 or download a free prospectus from [www.managersinvest.com](http://www.managersinvest.com). Read it carefully before investing or sending money. The Managers Funds and Maigers AMG Funds distributed by Managers Distributors, Inc., member FINRA.