



managers

INVESTMENT GROUP LLC

## Managers Fremont Micro-Cap Fund - Portfolio Holdings as of 07/31/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
40425J101	HMSY	HMS Holdings	Health Care	S	USA	USD	110,220	24.88	\$2,742,274	1.50%
09057G602	BRLI.O	Bio Reference Labs	Health Care	S	USA	USD	93,020	25.86	\$2,405,497	1.31%
431466101	HIL	Hill International	Industrials	S	USA	USD	137,900	16.95	\$2,337,405	1.28%
709600100	PNSN	Penson Worldwide	Financials	S	USA	USD	112,500	18.42	\$2,072,250	1.13%
871043105	SDXC	Switch and Data	Information Technology	S	USA	USD	122,625	16.83	\$2,063,779	1.13%
502470107	LB	LaBarge	Industrials	S	USA	USD	134,932	14.78	\$1,994,295	1.09%
625383104	LABL	Multi-Color	Industrials	S	USA	USD	94,524	20.20	\$1,909,385	1.04%
71721R406	PFWD	Phase Forward Inc	Health Care	S	USA	USD	99,100	18.40	\$1,823,440	0.99%
26873N108	ELMG	EMS Technologies	Information Technology	S	USA	USD	82,800	20.71	\$1,714,788	0.94%
36225V104	GPX	GP Strategies	Industrials	S	USA	USD	173,133	9.85	\$1,705,360	0.93%
233377407	DXPE	DXP Enterprises Inc	Consumer Discretionary	S	USA	USD	35,300	47.84	\$1,688,752	0.92%
868532102	SUPX.O	Supertex	Information Technology	S	USA	USD	56,200	30.01	\$1,686,562	0.92%
92858J108	VOCS	Vocus	Information Technology	S	USA	USD	47,110	35.59	\$1,676,645	0.91%
90337L108	USPH	US Physical Therapy	Health Care	S	USA	USD	102,247	16.33	\$1,669,694	0.91%
55402X105	MWIV	MWI Veterinary Supply	Health Care	S	USA	USD	46,000	35.04	\$1,611,840	0.88%
878155100	TISI	Team	Industrials	S	USA	USD	41,465	36.51	\$1,513,887	0.83%
859241101	STRL	Sterling Construction	Industrials	S	USA	USD	72,726	20.63	\$1,500,337	0.82%
30214U102	EXPO	Exponent	Industrials	S	USA	USD	48,617	30.54	\$1,484,763	0.81%
584977201	MTOX	Medtox Scientific	Health Care	S	USA	USD	95,800	14.44	\$1,383,352	0.75%
749660106	RES	RPC	Energy	S	USA	USD	79,800	17.19	\$1,371,762	0.75%
02913V103	APEI	American Public Education	Consumer Discretionary	S	USA	USD	30,050	45.43	\$1,365,172	0.74%
64111N101	NZ	Netezza	Information Technology	S	USA	USD	101,680	13.00	\$1,321,840	0.72%
346563109	FORR.O	Forrester Research	Information Technology	S	USA	USD	39,100	33.70	\$1,317,670	0.72%
92850E107	VTNC	Vitran	Industrials	S	CAN	USD	79,183	16.55	\$1,310,479	0.71%
74975N105	RTIX	RTI Biologics	Health Care	S	USA	USD	156,850	8.29	\$1,300,287	0.71%
74346Y103	PRO	PROS Holdings	Information Technology	S	USA	USD	123,772	10.46	\$1,294,655	0.71%
P8744Y102	STNR	Steiner Leisure	Consumer Discretionary	S	BER	USD	41,200	30.90	\$1,273,080	0.69%
754212108	RAVN	Raven Industries	Industrials	S	USA	USD	33,400	38.05	\$1,270,870	0.69%
023177108	EPAX	Ambassadors Group	Consumer Discretionary	S	USA	USD	81,400	15.55	\$1,265,770	0.69%
853790103	STAN	Standard Parking	Industrials	S	USA	USD	57,300	21.56	\$1,235,388	0.67%
057665200	BCPC	Balchem	Materials	S	USA	USD	48,466	25.25	\$1,223,767	0.67%
88830M102	TWI	Titan International	Industrials	S	USA	USD	26,355	46.21	\$1,217,865	0.66%

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ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
88580F109	PAR	3PAR	Information Technology	S	USA	USD	148,973	8.17	\$1,217,109	0.66%
37243V100	GXDX	Genoptix	Health Care	S	USA	USD	41,685	29.15	\$1,215,118	0.66%
589889104	MMSI.O	Merit Medical Systems	Health Care	S	USA	USD	60,000	20.21	\$1,212,600	0.66%
239359102	DWSN	Dawson Geophysical	Energy	S	USA	USD	18,100	65.63	\$1,187,903	0.65%
465754208	ITWO	i2 Technologies	Information Technology	S	USA	USD	89,900	12.91	\$1,160,609	0.63%
N31010106	EURX	Eurand	Health Care	S	NET	USD	63,103	18.39	\$1,160,464	0.63%
78427V102	SINT	SI International	Information Technology	S	USA	USD	62,700	18.28	\$1,146,156	0.63%
384556106	GHM	Graham	Industrials	S	USA	USD	12,805	89.00	\$1,139,645	0.62%
502079106	LMIA	LMI Aerospace	Industrials	S	USA	USD	59,800	18.47	\$1,104,506	0.60%
M51363113	MLNX	Mellanox Technologies	Information Technology	S	ISR	USD	85,500	12.79	\$1,093,545	0.60%
89784N104	TRLG	True Religion Apparel	Consumer Discretionary	S	USA	USD	41,700	25.84	\$1,077,528	0.59%
119848109	BWLD	Buffalo Wild Wings	Consumer Discretionary	S	USA	USD	32,390	32.93	\$1,066,603	0.58%
100557107	SAM	Boston Beer	Consumer Staples	S	USA	USD	23,200	45.29	\$1,050,728	0.57%
62886K104	NCIT	NCI -Class A	Information Technology	S	USA	USD	43,900	23.87	\$1,047,893	0.57%
41043F208	HGR	Hanger Orthopedic Group	Health Care	S	USA	USD	61,400	17.05	\$1,046,870	0.57%
640491106	NEOG	Neogen	Health Care	S	USA	USD	37,600	27.47	\$1,032,872	0.56%
008073108	AVAV	Aerovironment Inc	Industrials	S	USA	USD	31,000	32.63	\$1,011,530	0.55%
44984A105	IPCM	IPC The Hospitalist	Health Care	S	USA	USD	46,400	21.55	\$999,920	0.55%
44244K109	HWCC	Houston Wire & Cable	Industrials	S	USA	USD	50,600	19.68	\$995,808	0.54%
64128B108	TNDM	Neutral Tandem	Information Technology	S	USA	USD	57,310	17.28	\$990,317	0.54%
14159L103	BEAT	CardioNet	Health Care	S	USA	USD	35,740	27.56	\$984,994	0.54%
257701201	DGICA	Donegal Group - A	Financials	S	USA	USD	56,407	17.42	\$982,610	0.54%
591176102	MEA	Metalico	Industrials	S	USA	USD	63,210	15.40	\$973,434	0.53%
447324104	HURC	Hurco Cos	Industrials	S	USA	USD	33,200	29.18	\$968,776	0.53%
48282T104	KAI	Kadant	Industrials	S	USA	USD	45,200	21.39	\$966,828	0.53%
68273G101	ORCC	Online Resources	Information Technology	S	USA	USD	141,074	6.84	\$964,946	0.53%
699157103	PLLL	Parallel Petroleum	Energy	S	USA	USD	58,425	16.38	\$957,002	0.52%
390607109	GLDD	Great Lakes Dredge & Dock	Industrials	S	USA	USD	146,300	6.50	\$950,950	0.52%
317585404	FISI	Financial Institutions	Financials	S	USA	USD	51,355	18.49	\$949,554	0.52%
204166102	CVLT	Commvault Systems	Information Technology	S	USA	USD	61,800	15.23	\$941,214	0.51%
632381208	NCOC	National Coal	Energy	S	USA	USD	131,895	7.00	\$923,265	0.50%
928566108	VNUS	Vnus Medical Technologies	Health Care	S	USA	USD	45,293	20.36	\$922,165	0.50%

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129603106	CCC	Calgon Carbon	Materials	S	USA	USD	48,343	19.00	\$918,517	0.50%
573075108	MRTN	Marten Transport	Industrials	S	USA	USD	44,000	20.82	\$916,080	0.50%
83169Y108	SMBL	Smart Balance	Consumer Staples	S	USA	USD	116,500	7.40	\$862,100	0.47%
88830R101	TITN	Titan Machinery	Industrials	S	USA	USD	31,000	27.42	\$850,020	0.46%
393122106	GMCR	Green Mountain Coffee Roasters	Consumer Staples	S	USA	USD	22,810	36.35	\$829,144	0.45%
87306E107	TTES	T-3 Energy Services	Energy	S	USA	USD	12,090	68.57	\$829,011	0.45%
693282105	PDFS	PDF Solutions	Information Technology	S	USA	USD	182,000	4.55	\$828,100	0.45%
292764107	ENOC	EnerNOC	Industrials	S	USA	USD	51,200	16.14	\$826,368	0.45%
17306X102	CTRN	Citi Trends	Consumer Discretionary	S	USA	USD	35,300	23.13	\$816,489	0.45%
G3396L102	FGXI	FGX International Holdings	Consumer Discretionary	S	VGB	USD	69,100	11.60	\$801,560	0.44%
64118B100	NETL	Netlogic Microsystems	Information Technology	S	USA	USD	24,900	32.01	\$797,049	0.43%
23251J106	CYBS	CyberSource	Information Technology	S	USA	USD	44,500	17.75	\$789,875	0.43%
002474104	AZZ	AZZ	Industrials	S	USA	USD	17,200	45.77	\$787,244	0.43%
866942105	SNHY	Sun Hydraulics	Industrials	S	USA	USD	18,700	41.20	\$770,440	0.42%
267888105	BOOM	Dynamic Materials	Industrials	S	USA	USD	22,900	32.93	\$754,097	0.41%
23335C101	DTSI	DTS	Information Technology	S	USA	USD	26,300	28.59	\$751,917	0.41%
928645100	VOLC	Volcano	Health Care	S	USA	USD	49,270	15.17	\$747,426	0.41%
31308T100	FCSX	FCStone Group	Financials	S	USA	USD	38,200	19.26	\$735,732	0.40%
043176106	ARUN	Aruba Networks	Information Technology	S	USA	USD	126,000	5.83	\$734,580	0.40%
682159108	ASGN	On Assignment	Industrials	S	USA	USD	84,100	8.53	\$717,373	0.39%
989817101	ZUMZ	Zumiez	Consumer Discretionary	S	USA	USD	48,100	14.76	\$709,956	0.39%
535555106	LNN	Lindsay	Industrials	S	USA	USD	7,650	92.27	\$705,866	0.39%
902104108	IIVI	Ii-Vi	Industrials	S	USA	USD	18,300	38.46	\$703,818	0.38%
02208R106	AIMC	Altra Holdings	Industrials	S	USA	USD	42,000	16.67	\$700,140	0.38%
71372U104	PWRD	Perfect World ADR	Information Technology	S	CHN	USD	26,300	26.46	\$695,898	0.38%
20452A108	CML	Compellent Technologies	Information Technology	S	USA	USD	60,975	11.34	\$691,457	0.38%
669908105	NUHC.O	NU Horizons Electrics	Information Technology	S	USA	USD	143,636	4.79	\$688,016	0.38%
90384S303	ULTA	Ulta Salon Cosmetics & Fragrance	Consumer Discretionary	S	USA	USD	72,600	9.43	\$684,618	0.37%
553777103	MTSC.O	MTS Systems	Information Technology	S	USA	USD	16,100	41.89	\$674,429	0.37%
002567105	ABAX	Abaxis	Health Care	S	USA	USD	33,890	19.89	\$674,072	0.37%
559181102	LAVA	Magma Design Automation	Information Technology	S	USA	USD	105,900	6.34	\$671,406	0.37%
744375205	PMD	Psychemedics	Health Care	S	USA	USD	48,047	13.95	\$670,256	0.37%

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723456109	PNK.N	Pinnacle Entertainment	Consumer Discretionary	S	USA	USD	57,700	11.30	\$652,010	0.36%
90385D107	ULTI	Ultimate Software Group	Information Technology	S	USA	USD	24,600	26.23	\$645,258	0.35%
416906105	HBIO	Harvard Bioscience	Health Care	S	USA	USD	128,796	4.98	\$641,404	0.35%
428567101	HIBB	Hibbett Sports	Consumer Discretionary	S	USA	USD	30,300	21.05	\$637,815	0.35%
639050103	BABY	Natus Medical	Health Care	S	USA	USD	27,300	23.21	\$633,633	0.35%
046224101	ASTE.O	Astec Industries	Industrials	S	USA	USD	19,700	31.92	\$628,824	0.34%
059690107	BARI	Bancorp Rhode Island	Financials	S	USA	USD	21,047	29.65	\$624,044	0.34%
36238G102	GSIC	GSI Commerce	Information Technology	S	USA	USD	40,400	15.24	\$615,696	0.34%
52463G105	LEGC	Legacy Bancorp	Financials	S	USA	USD	53,785	11.30	\$607,771	0.33%
077347300	BELFB	Bel Fuse - B	Information Technology	S	USA	USD	21,400	28.36	\$606,904	0.33%
85528P108	STAR	Starent Networks	Information Technology	S	USA	USD	46,200	13.10	\$605,220	0.33%
75524B104	ROLL	RBC Bearings	Industrials	S	USA	USD	17,900	33.27	\$595,533	0.32%
743815102	PRSC	Providence Service	Health Care	S	USA	USD	54,600	10.90	\$595,140	0.32%
83568G104	SONO	SonoSite	Health Care	S	USA	USD	18,100	32.76	\$592,956	0.32%
78709Y105	SAIA	Saia	Industrials	S	USA	USD	33,700	17.50	\$589,750	0.32%
210313102	CTCT	Constant Contact	Information Technology	S	USA	USD	33,057	17.82	\$589,076	0.32%
98952K107	HOGS	Zhongpin	Consumer Staples	S	CHN	USD	50,200	11.65	\$584,830	0.32%
928551100	VVUS.O	Vivus	Health Care	S	USA	USD	67,800	8.43	\$571,554	0.31%
09534T508	BCSI	Blue Coat Systems	Information Technology	S	USA	USD	38,600	14.53	\$560,858	0.31%
04269X105	ARRY	Array Biopharma	Health Care	S	USA	USD	71,400	7.81	\$557,634	0.30%
92864N101	VLCM	Volcom	Consumer Discretionary	S	USA	USD	30,800	17.94	\$552,552	0.30%
87157D109	SYNA.O	Synaptics	Information Technology	S	USA	USD	11,300	48.22	\$544,886	0.30%
31942D107	FCFS	First Cash Financial Services	Financials	S	USA	USD	28,300	19.07	\$539,681	0.29%
127150308	CACH	Cache	Consumer Discretionary	S	USA	USD	38,100	14.15	\$539,115	0.29%
126501105	CTS	CTS	Information Technology	S	USA	USD	41,400	12.86	\$532,404	0.29%
553531104	MSCS	MSC.Software	Information Technology	S	USA	USD	42,100	12.60	\$530,460	0.29%
761565100	REXX	Rex Energy	Energy	S	USA	USD	26,505	19.90	\$527,450	0.29%
499064103	KNX	Knight Transportation	Industrials	S	USA	USD	26,400	18.92	\$499,488	0.27%
109178103	BEXP	Brigham Exploration	Energy	S	USA	USD	35,645	14.00	\$499,030	0.27%
665531109	NOG	Northern Oil And Gas	Energy	S	USA	USD	53,585	9.28	\$497,269	0.27%
03071H100	AMSF	Amerisafe	Financials	S	USA	USD	27,300	18.17	\$496,041	0.27%
14965A101	CAVM	Cavium Networks	Information Technology	S	USA	USD	30,600	16.05	\$491,130	0.27%

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253798102	DGII	Digi International	Information Technology	S	USA	USD	48,400	10.12	\$489,808	0.27%
028884104	ACAP	American Physicians Capital	Financials	S	USA	USD	9,700	49.78	\$482,866	0.26%
320239106	FFCH	First Financial Holdings	Financials	S	USA	USD	24,000	19.98	\$479,520	0.26%
87424N104	TLEO	Taleo - A	Information Technology	S	USA	USD	25,400	18.74	\$475,996	0.26%
31983A103	FCBC	First Community Bancshares	Financials	S	USA	USD	13,200	35.83	\$472,956	0.26%
685559304	ORBT	Orbit International	Industrials	S	USA	USD	76,409	6.17	\$471,444	0.26%
902252105	TYL	Tyler Technologies	Information Technology	S	USA	USD	29,500	15.98	\$471,410	0.26%
032515108	ANAD.O	Anadigics	Information Technology	S	USA	USD	78,000	5.97	\$465,660	0.25%
84470P109	SBSI	Southside Bancshares	Financials	S	USA	USD	23,350	19.83	\$463,031	0.25%
48273U102	LRN	K12	Consumer Discretionary	S	USA	USD	18,200	25.28	\$460,096	0.25%
560305104	MFB	Maidenform Brands	Consumer Discretionary	S	USA	USD	29,900	15.31	\$457,769	0.25%
929328102	WSFS.O	WSFS Financial	Financials	S	USA	USD	8,400	54.45	\$457,380	0.25%
204149108	CTBI.O	Community Trust Bancorp	Financials	S	USA	USD	14,800	30.82	\$456,136	0.25%
675234108	OCFC	OceanFirst Financial	Financials	S	USA	USD	25,100	18.09	\$454,059	0.25%
785060104	SYBT	SY Bancorp	Financials	S	USA	USD	17,400	25.80	\$448,920	0.24%
068463108	BBSI	Barrett Business Services	Industrials	S	USA	USD	27,237	16.44	\$447,776	0.24%
679580100	ODFL	Old Dominion Freight Line	Industrials	S	USA	USD	12,200	36.70	\$447,740	0.24%
06646V108	RATE	Bankrate	Information Technology	S	USA	USD	14,200	31.45	\$446,590	0.24%
543524300	LOOP	Loopnet	Information Technology	S	USA	USD	39,300	11.36	\$446,448	0.24%
44980X109	IPGP	IPG Photonics	Information Technology	S	USA	USD	25,000	17.76	\$444,000	0.24%
411307101	HNSN	Hansen Medical	Health Care	S	USA	USD	28,900	15.25	\$440,725	0.24%
610236101	MNRO	Monro Muffler Brake	Consumer Discretionary	S	USA	USD	24,200	18.21	\$440,682	0.24%
03070L300	ARGN	Amerigon	Consumer Discretionary	S	USA	USD	66,315	6.62	\$439,005	0.24%
118255108	BKI.N	Buckeye Technologies	Materials	S	USA	USD	44,200	9.75	\$430,950	0.24%
402307102	GIFI	Gulf Island Fabrication	Energy	S	USA	USD	9,700	44.35	\$430,195	0.23%
258598101	DBTK	Double-Take Software	Information Technology	S	USA	USD	38,900	11.04	\$429,456	0.23%
450828108	IBKC.O	IBERIABANK	Financials	S	USA	USD	8,300	51.48	\$427,284	0.23%
69333Y108	PFCB	P.F. Chang's China Bistro	Consumer Discretionary	S	USA	USD	16,400	26.00	\$426,400	0.23%
264147109	DCO.N	Ducommun	Industrials	S	USA	USD	15,300	27.41	\$419,373	0.23%
760943100	RSCR	Res-Care	Health Care	S	USA	USD	22,800	18.36	\$418,608	0.23%
461142101	INTV.O	InterVoice	Information Technology	S	USA	USD	50,800	8.18	\$415,544	0.23%
373730100	GRB.N	Gerber Scientific	Information Technology	S	USA	USD	35,000	11.87	\$415,450	0.23%

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003654100	ABMD	Abiomed	Health Care	S	USA	USD	22,600	17.73	\$400,698	0.22%
45784P101	PODD	Insulet	Health Care	S	USA	USD	28,300	13.95	\$394,785	0.22%
549282101	LUB.N	Luby's	Consumer Discretionary	S	USA	USD	56,600	6.96	\$393,936	0.21%
58319P108	MIG	Meadowbrook Insurance Group	Financials	S	USA	USD	61,400	6.41	\$393,574	0.21%
361086101	FRM	Furmanite	Industrials	S	USA	USD	42,880	9.16	\$392,781	0.21%
009128307	AIRM	Air Methods	Health Care	S	USA	USD	13,700	28.67	\$392,779	0.21%
28660G106	RDEN.O	Elizabeth Arden	Consumer Staples	S	USA	USD	23,500	16.33	\$383,755	0.21%
205859101	COMV	Comverge	Information Technology	S	USA	USD	34,900	10.90	\$380,410	0.21%
150838100	CLDN	Celadon Group	Industrials	S	USA	USD	28,500	13.23	\$377,055	0.21%
124805102	CBZ	CBIZ	Industrials	S	USA	USD	45,700	8.19	\$374,283	0.20%
73941U102	POZN.O	Pozen	Health Care	S	USA	USD	30,700	12.18	\$373,926	0.20%
51476K103	LDR	Landauer	Health Care	S	USA	USD	5,800	64.33	\$373,114	0.20%
50216C108	LYTS.O	LSI Industries	Industrials	S	USA	USD	40,100	9.23	\$370,123	0.20%
989855101	ZIGO.O	Zygo	Information Technology	S	USA	USD	34,200	10.81	\$369,702	0.20%
90653P105	UDRL	Union Drilling	Energy	S	USA	USD	18,600	19.26	\$358,236	0.20%
20564W105	SCOR	comScore	Information Technology	S	USA	USD	18,700	19.08	\$356,796	0.19%
311642102	FARO	Faro Technologies	Information Technology	S	USA	USD	14,955	23.70	\$354,434	0.19%
025533407	ECOL	American Ecology	Industrials	S	USA	USD	11,200	31.51	\$352,912	0.19%
317923100	FINL	Finish Line - A	Consumer Discretionary	S	USA	USD	32,100	10.85	\$348,285	0.19%
197236102	COLB.O	Columbia Banking System	Financials	S	USA	USD	23,000	15.11	\$347,530	0.19%
137801106	CFW	Cano Petroleum	Energy	S	USA	USD	86,370	3.95	\$341,162	0.19%
466032109	JJSF.O	J&J Snack Foods	Consumer Staples	S	USA	USD	10,600	31.67	\$335,702	0.18%
828730200	SFNC.O	Simmons First National - A	Financials	S	USA	USD	11,100	29.75	\$330,225	0.18%
26784F103	DDMX	Dynamex	Industrials	S	USA	USD	11,500	28.07	\$322,805	0.18%
09180C106	BJRI	BJ's Restaurants	Consumer Discretionary	S	USA	USD	29,395	10.85	\$318,936	0.17%
037598109	APOG.O	Apogee Enterprises	Industrials	S	USA	USD	18,300	17.28	\$316,224	0.17%
811656107	SEAB	SeaBright Insurance Holdings	Financials	S	USA	USD	27,000	11.50	\$310,500	0.17%
834445405	SMTS	Somanetics	Health Care	S	USA	USD	13,900	21.92	\$304,688	0.17%
029899101	AWR.N	American States Water	Utilities	S	USA	USD	8,400	36.12	\$303,408	0.17%
82312B106	SHEN	Shenandoah Telecom	Telecommunication Services	S	USA	USD	19,800	15.09	\$298,782	0.16%
343873105	FFIC	Flushing Financial	Financials	S	USA	USD	16,900	17.63	\$297,947	0.16%

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## Managers Fremont Micro-Cap Fund - Portfolio Holdings as of 07/31/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
913483103	UEIC	Universal Electronics	Consumer Discretionary	S	USA	USD	13,100	22.72	\$297,632	0.16%
871543104	SYMM	Symmetricom	Information Technology	S	USA	USD	59,700	4.83	\$288,351	0.16%
00508B102	ACTU.O	Actuate	Information Technology	S	USA	USD	62,700	4.54	\$284,658	0.16%
58449L100	MDCI	Medical Action Industries	Health Care	S	USA	USD	28,600	9.94	\$284,284	0.16%
59518V102	MEND	Micrus Endovascular	Health Care	S	USA	USD	19,490	14.54	\$283,385	0.15%
609027107	MCRI	Monarch Casino & Resort	Consumer Discretionary	S	USA	USD	22,800	12.32	\$280,896	0.15%
453836108	INDB.O	Independent Bank	Financials	S	USA	USD	10,700	26.16	\$279,912	0.15%
670823103	CHUX.O	O'Charleys	Consumer Discretionary	S	USA	USD	24,800	11.25	\$279,000	0.15%
29270J100	ERII	Energy Recovery	Industrials	S	USA	USD	25,000	11.05	\$276,250	0.15%
539451104	LOJN	LoJack	Information Technology	S	USA	USD	44,700	6.14	\$274,458	0.15%
125906107	CSS	CSS Industries	Consumer Discretionary	S	USA	USD	9,700	28.28	\$274,316	0.15%
449293109	ICOC	ICO	Materials	S	USA	USD	56,100	4.86	\$272,646	0.15%
832449102	SMTB	Smithtown Bancorp	Financials	S	USA	USD	14,300	18.94	\$270,842	0.15%
835470105	SNWL.O	SonicWALL	Information Technology	S	USA	USD	45,700	5.84	\$266,888	0.15%
713831105	PSEM.O	Pericom Semiconductor	Information Technology	S	USA	USD	18,700	14.26	\$266,662	0.15%
219141108	CRN	Cornell Cos	Industrials	S	USA	USD	10,200	26.05	\$265,710	0.14%
67423R108	OMPI	Obagi Medical Products	Health Care	S	USA	USD	27,900	9.52	\$265,608	0.14%
731916102	PLM	Polymet Mining	Materials	S	CAN	USD	78,846	3.35	\$264,134	0.14%
583421102	MEAS	Measurement Specialties	Information Technology	S	USA	USD	15,200	17.26	\$262,352	0.14%
69325Q105	PCTI.O	PC-Tel	Information Technology	S	USA	USD	24,600	10.43	\$256,578	0.14%
193294105	KCP.N	Kenneth Cole Productions - A	Consumer Discretionary	S	USA	USD	18,307	13.95	\$255,383	0.14%
222660102	CRRC	Courier	Industrials	S	USA	USD	14,900	16.98	\$253,002	0.14%
60443P103	BUF	Minrad International	Health Care	S	USA	USD	143,295	1.73	\$247,900	0.14%
78401V102	SCBT	SCBT Financial	Financials	S	USA	USD	7,066	34.75	\$245,544	0.13%
928703107	VOL	Volt Information Sciences	Industrials	S	USA	USD	17,400	13.87	\$241,338	0.13%
629337106	NNBR	NN	Industrials	S	USA	USD	17,600	13.32	\$234,432	0.13%
50187A107	LHCG	LHC Group	Health Care	S	USA	USD	8,300	28.02	\$232,566	0.13%
929566107	WNC	Wabash National	Industrials	S	USA	USD	24,974	9.30	\$232,258	0.13%
011311107	ALG	Alamo Group	Industrials	S	USA	USD	10,600	21.65	\$229,490	0.13%
847615101	SPEC	Spectrum Control	Information Technology	S	USA	USD	31,400	7.25	\$227,650	0.12%
91388P105	UACL	Universal Truckload Services	Industrials	S	USA	USD	9,100	24.92	\$226,772	0.12%
514606102	LNCE	Lance	Consumer Staples	S	USA	USD	12,200	18.40	\$224,480	0.12%

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## Managers Fremont Micro-Cap Fund - Portfolio Holdings as of 07/31/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
533535100	LINC	Lincoln Educational Services	Consumer Discretionary	S	USA	USD	16,000	13.79	\$220,640	0.12%
038237103	APSG	Applied Signal Technology	Industrials	S	USA	USD	15,000	14.64	\$219,600	0.12%
218681104	CORE	Core-Mark Holding	Consumer Discretionary	S	USA	USD	8,000	27.23	\$217,840	0.12%
522015106	LTRE	Learning Tree International	Consumer Discretionary	S	USA	USD	13,600	15.94	\$216,784	0.12%
963801105	WEDC	White Electronic Designs	Information Technology	S	USA	USD	46,200	4.69	\$216,678	0.12%
872417308	TGE	TGC Industries	Energy	S	USA	USD	26,794	8.07	\$216,228	0.12%
858495104	LVB	Steinway Musical Instruments	Consumer Discretionary	S	USA	USD	7,800	27.72	\$216,216	0.12%
46600W106	IXYS	IXYS	Information Technology	S	USA	USD	17,200	12.24	\$210,528	0.11%
42833L108	HGG	hhgregg	Consumer Discretionary	S	USA	USD	20,500	10.01	\$205,205	0.11%
568427108	MPX	Marine Products	Consumer Discretionary	S	USA	USD	28,087	7.30	\$205,035	0.11%
487584104	KEI	Keithley Instruments	Information Technology	S	USA	USD	21,700	9.40	\$203,980	0.11%
940610108	WASH	Washington Trust Bancorp	Financials	S	USA	USD	8,400	23.88	\$200,592	0.11%
28238P109	EHTH	eHealth	Financials	S	USA	USD	13,495	14.52	\$195,947	0.11%
47758P307	JAS	Jo-Ann Stores	Consumer Discretionary	S	USA	USD	8,700	21.97	\$191,139	0.10%
550819106	LDL	Lydall	Industrials	S	USA	USD	12,200	15.56	\$189,832	0.10%
276534104	EIHI	Eastern Insurance Holdings	Financials	S	USA	USD	12,100	15.63	\$189,123	0.10%
101388106	EPAY	Bottomline Technologies	Information Technology	S	USA	USD	15,700	11.97	\$187,929	0.10%
595626102	MDS	Midas	Consumer Discretionary	S	USA	USD	13,000	14.37	\$186,810	0.10%
604567107	MIPS.O	MIPS Technologies	Information Technology	S	USA	USD	49,100	3.80	\$186,580	0.10%
766721104	RIMG	Rimage	Information Technology	S	USA	USD	12,200	15.17	\$185,074	0.10%
511637100	LBAI	Lakeland Bancorp	Financials	S	USA	USD	16,000	11.51	\$184,160	0.10%
00086T103	ACMR.O	AC Moore Arts & Crafts	Consumer Discretionary	S	USA	USD	23,300	7.84	\$182,672	0.10%
45812P107	ISSI	Integrated Silicon Solution	Information Technology	S	USA	USD	40,200	4.54	\$182,508	0.10%
16942J105	CSR	China Security & Surveillance Technology	Information Technology	S	HKG	USD	12,900	14.10	\$181,890	0.10%
368483103	GEHL	Gehl	Industrials	S	USA	USD	12,100	15.03	\$181,863	0.10%
439038100	HOFT	Hooker Furniture	Consumer Discretionary	S	USA	USD	10,700	16.72	\$178,904	0.10%
171046105	CBK	Christopher & Banks	Consumer Discretionary	S	USA	USD	19,900	8.70	\$173,130	0.09%
40624Q203	HALL	Hallmark Financial Services	Financials	S	USA	USD	17,700	9.67	\$171,159	0.09%
307068106	DAVE	Famous Dave's Of America	Consumer Discretionary	S	USA	USD	20,000	8.49	\$169,800	0.09%
29384R105	ENTR	Entropic Communications	Information Technology	S	USA	USD	72,080	2.25	\$162,180	0.09%
045604105	AEC.N	Associated Estates Realty	Financials	S	USA	USD	11,400	14.15	\$161,310	0.09%
741511109	PSMT	Pricesmart	Consumer Staples	S	USA	USD	6,600	23.45	\$154,770	0.08%

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## Managers Fremont Micro-Cap Fund - Portfolio Holdings as of 07/31/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
74727D108	QADI	QAD	Information Technology	S	USA	USD	21,800	7.00	\$152,600	0.08%
511656100	LKFN	Lakeland Financial	Financials	S	USA	USD	6,900	20.60	\$142,140	0.08%
29481V108	ERES	eResearch Technology	Health Care	S	USA	USD	9,700	14.56	\$141,232	0.08%
232109108	CUTR	Cutera	Health Care	S	USA	USD	14,000	9.96	\$139,440	0.08%
32006W106	FDEF	First Defiance Financial	Financials	S	USA	USD	9,131	14.85	\$135,595	0.07%
852857200	STMP	Stamp.com	Consumer Discretionary	S	USA	USD	9,900	13.61	\$134,739	0.07%
69318J100	PCCC.O	PC Connection	Information Technology	S	USA	USD	18,300	7.17	\$131,211	0.07%
437080104	HDIX	Home Diagnostics	Health Care	S	USA	USD	16,300	8.04	\$131,052	0.07%
78465D105	WINS	SM&A	Information Technology	S	USA	USD	33,226	3.80	\$126,259	0.07%
032744104	ANEN	Anaren Microwave	Information Technology	S	USA	USD	13,200	9.51	\$125,532	0.07%
760174102	RENT	Rentrak	Consumer Discretionary	S	USA	USD	8,600	13.96	\$120,056	0.07%
097698104	BOLT	Bolt Technology	Energy	S	USA	USD	5,400	22.21	\$119,934	0.07%
605203108	MSW	Mission West Properties	Financials	S	USA	USD	11,900	9.90	\$117,810	0.06%
494274103	KBALB.O	Kimball International - B	Industrials	S	USA	USD	10,800	10.71	\$115,668	0.06%
824543102	SHLO	Shiloh Industries	Consumer Discretionary	S	USA	USD	11,400	9.93	\$113,202	0.06%
872386107	TESS	Tessco Technologies	Information Technology	S	USA	USD	7,500	14.77	\$110,775	0.06%
019615103	ALLI	Allion Healthcare	Health Care	S	USA	USD	19,100	5.79	\$110,589	0.06%
848420105	SFN.N	Spherion	Industrials	S	USA	USD	22,300	4.89	\$109,047	0.06%
117665109	BMTC	Bryn Mawr Bank	Financials	S	USA	USD	4,500	24.06	\$108,270	0.06%
688582105	OSTE.O	Osteotech	Health Care	S	USA	USD	16,900	5.76	\$97,344	0.05%
591520200	MEI	Method Electronics - A	Information Technology	S	USA	USD	8,500	11.19	\$95,115	0.05%
458334109	IPAR	Inter Parfums	Consumer Staples	S	USA	USD	6,300	14.98	\$94,374	0.05%
86800U104	SMCI	Super Micro Computer	Information Technology	S	USA	USD	11,900	7.91	\$94,129	0.05%
987520103	YDNT	Young Innovations	Health Care	S	USA	USD	4,300	21.79	\$93,697	0.05%
67060Y101	NUTR	Nutraceutical International	Health Care	S	USA	USD	7,400	12.21	\$90,354	0.05%
318910106	FBNC	First Bancorp	Financials	S	USA	USD	5,500	15.96	\$87,780	0.05%
75968L105	RLRN	Renaissance Learning	Information Technology	S	USA	USD	6,900	12.72	\$87,768	0.05%
808541106	SWM	Schweitzer-Mauduit Internation	Materials	S	USA	USD	4,600	18.61	\$85,606	0.05%
606501104	MIND	Mitcham Industries	Energy	S	USA	USD	5,500	15.38	\$84,590	0.05%
774678403	RMCF	Rocky Mountain Chocolate Factory	Consumer Staples	S	USA	USD	9,000	9.07	\$81,630	0.04%
232860106	DECC	D&E Communications	Telecommunication Services	S	USA	USD	9,000	8.91	\$80,190	0.04%
057755209	BWINB	Baldwin & Lyons - B	Financials	S	USA	USD	3,700	21.25	\$78,625	0.04%

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ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
868526104	SPPR	Supertel Hospitality	Financials	S	USA	USD	16,300	4.81	\$78,403	0.04%
040712101	ARKR	Ark Restaurants	Consumer Discretionary	S	USA	USD	3,100	19.03	\$58,993	0.03%
92827P102	VRTU	Virtusa	Information Technology	S	USA	USD	4,527	6.53	\$29,561	0.02%
825107105	SHBI	Shore Bancshares	Financials	S	USA	USD	694	22.23	\$15,428	0.01%
200000000		Other Assets & Liabilities	Other Assets	O	USA	USD	23,474	1.00	\$23,474	0.01%
100000000		Cash & Equivalents	Cash	C	USA	USD	11,396,490		\$11,396,490	6.22%

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