



Managers AMG TimesSquare Mid Cap Growth Fund - Portfolio Holdings as of 11/30/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Share	Price	Market Value	% of Fund
23918K108	DVA	DaVita	Health Care	S	USA	USD	698,100	50.25	\$35,079,525	5.70%
029912201	AMT.N	American Tower	Telecommunication Services	S	USA	USD	878,900	27.24	\$23,941,236	3.89%
82481R106	SHPGY.O	Shire Pharmaceuticals ADR	Health Care	S	UKK	USD	485,700	41.00	\$19,913,700	3.24%
G02602103	DOX	Amdocs	Information Technology	S	USA	USD	1,013,700	18.79	\$19,047,423	3.10%
037604105	APOL.O	Apollo Group	Consumer Discretionary	S	USA	USD	228,800	76.84	\$17,580,992	2.86%
64126X201	NSR	NeuStar	Information Technology	S	USA	USD	756,200	19.15	\$14,481,230	2.35%
25470F302	DISCK	Discovery Communications - C	Consumer Discretionary	S	USA	USD	953,000	15.13	\$14,418,890	2.34%
278865100	ECL.N	Ecolab	Materials	S	USA	USD	368,300	38.39	\$14,139,037	2.30%
G7496G103	RNR.N	Renaissancere	Financials	S	USA	USD	293,700	47.13	\$13,842,081	2.25%
761152107	RMD	ResMed	Health Care	S	USA	USD	374,900	36.34	\$13,623,866	2.22%
037389103	AOC	AON	Financials	S	USA	USD	270,600	45.30	\$12,258,180	1.99%
018581108	ADS	Alliance Data Systems	Information Technology	S	USA	USD	273,000	43.31	\$11,823,630	1.92%
75281A109	RRC.N	Range Resources	Energy	S	USA	USD	279,400	41.47	\$11,586,718	1.88%
26483E100	DNB.N	Dun & Bradstreet	Industrials	S	USA	USD	143,400	80.00	\$11,472,000	1.87%
92343E102	VRSN	VeriSign	Information Technology	S	USA	USD	471,700	21.59	\$10,184,003	1.66%
12673P105	CA	CA	Information Technology	S	USA	USD	598,300	16.84	\$10,075,372	1.64%
302130109	EXPD.O	Expeditors International Washington	Industrials	S	USA	USD	293,800	33.43	\$9,821,734	1.60%
37940X102	GPN	Global Payments	Information Technology	S	USA	USD	270,500	36.17	\$9,783,985	1.59%
502424104	LLL.N	L-3 Communications	Industrials	S	USA	USD	141,300	67.17	\$9,491,121	1.54%
92220P105	VAR.N	Varian Medical Systems	Health Care	S	USA	USD	228,200	40.36	\$9,210,152	1.50%
311900104	FAST.O	Fastenal	Industrials	S	USA	USD	231,400	38.51	\$8,911,214	1.45%
903236107	URS.N	URS	Industrials	S	USA	USD	234,000	37.96	\$8,882,640	1.44%
863236105	STRA	Strayer Education	Consumer Discretionary	S	USA	USD	36,100	239.61	\$8,649,921	1.41%
217204106	CPRT	Copart	Industrials	S	USA	USD	321,400	26.67	\$8,571,738	1.39%
12541W209	CHRW	CH Robinson Worldwide	Industrials	S	USA	USD	167,600	51.08	\$8,561,008	1.39%
903914109	UPL	Ultra Petroleum	Energy	S	USA	USD	210,100	40.63	\$8,536,363	1.39%
693718108	PCAR	Paccar	Industrials	S	USA	USD	297,100	27.87	\$8,280,177	1.35%
28176E108	EW.N	Edwards Lifesciences	Health Care	S	USA	USD	166,200	49.77	\$8,271,774	1.35%
78388J106	SBAC.O	SBA Communications	Telecommunication Services	S	USA	USD	501,200	15.79	\$7,913,948	1.29%
302182100	ESRX.O	Express Scripts	Health Care	S	USA	USD	133,600	57.51	\$7,683,336	1.25%
784117103	SEIC.O	SEI Investments	Financials	S	USA	USD	492,200	15.46	\$7,609,412	1.24%
13342B105	CAM	Cameron International	Energy	S	USA	USD	357,300	21.10	\$7,539,030	1.23%

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. Read it carefully before investing or sending money.

The Managers Funds and Managers AMG Funds distributed by Managers Distributors, Inc., member FINRA.



Managers AMG TimesSquare Mid Cap Growth Fund - Portfolio Holdings as of 11/30/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Share	Price	Market Value	% of Fund
156708109	CEPH.O	Cephalon	Health Care	S	USA	USD	102,300	73.48	\$7,517,004	1.22%
573284106	MLM.N	Martin Marietta Materials	Materials	S	USA	USD	84,700	87.64	\$7,423,108	1.21%
444859102	HUM.N	Humana	Health Care	S	USA	USD	244,500	30.23	\$7,391,235	1.20%
247916208	DNR.N	Denbury Resources	Energy	S	USA	USD	768,952	9.53	\$7,328,113	1.19%
774341101	COL.N	Rockwell Collins	Industrials	S	USA	USD	214,700	34.08	\$7,316,976	1.19%
450911102	ITT.NY	ITT Industries	Industrials	S	USA	USD	169,000	41.86	\$7,074,340	1.15%
462846106	IRM.N	Iron Mountain	Industrials	S	USA	USD	325,400	21.73	\$7,070,942	1.15%
G491BT108	IVZ	Invesco	Financials	S	USA	USD	562,600	12.55	\$7,060,630	1.15%
73278L105	POOL	Pool	Consumer Discretionary	S	USA	USD	407,400	17.23	\$7,019,502	1.14%
64110D104	NTAP	NetApp	Information Technology	S	USA	USD	497,100	13.50	\$6,710,850	1.09%
29266R108	ENR.N	Energizer	Consumer Staples	S	USA	USD	151,200	43.42	\$6,565,104	1.07%
695257105	PTV.N	Pactiv	Materials	S	USA	USD	253,900	24.99	\$6,344,961	1.03%
G4412G101	HLF	Herbalife	Consumer Staples	S	USA	USD	344,300	17.78	\$6,121,654	1.00%
415864107	HSC.N	Harsco	Industrials	S	USA	USD	238,000	25.15	\$5,985,700	0.97%
886547108	TIF	Tiffany & Company	Consumer Discretionary	S	USA	USD	302,100	19.79	\$5,978,559	0.97%
50540R409	LH	Laboratory Corp of America	Health Care	S	USA	USD	94,000	63.36	\$5,955,840	0.97%
G87210103	UTIW	UTI Worldwide	Industrials	S	USA	USD	547,600	10.72	\$5,870,272	0.95%
111320107	BRCM	Broadcom - A	Information Technology	S	USA	USD	373,600	15.31	\$5,719,816	0.93%
346091705	FST	Forest Oil	Energy	S	USA	USD	310,300	17.45	\$5,414,735	0.88%
233326107	DST.N	DST Systems	Information Technology	S	USA	USD	139,200	37.81	\$5,263,152	0.86%
N07059186	ASML	ASML Holding	Information Technology	S	NET	USD	336,500	15.33	\$5,158,545	0.84%
570535104	MKL	Markel	Financials	S	USA	USD	16,300	308.00	\$5,020,400	0.82%
891906109	TSS	Total System Services	Information Technology	S	USA	USD	345,900	14.27	\$4,935,993	0.80%
602675100	MR	Mindray Medical International - ADR	Health Care	S	CHN	USD	270,500	18.08	\$4,890,640	0.80%
92769L101	VMED	Virgin Media	Consumer Discretionary	S	USA	USD	1,025,200	4.73	\$4,849,196	0.79%
595017104	MCHP	Microchip Technology	Information Technology	S	USA	USD	254,000	18.50	\$4,699,000	0.76%
032654105	ADI	Analog Devices	Information Technology	S	USA	USD	263,000	17.10	\$4,497,300	0.73%
635309107	NCMI	National CineMedia	Consumer Discretionary	S	USA	USD	547,600	8.14	\$4,457,464	0.72%
14055X102	CSE.N	CapitalSource	Financials	S	USA	USD	781,300	5.21	\$4,070,573	0.66%
46069S109	ISIL.O	Intersil	Information Technology	S	USA	USD	414,000	9.06	\$3,750,840	0.61%
118759109	BUCY	Bucyrus	Industrials	S	USA	USD	169,300	19.53	\$3,306,429	0.54%
512815101	LAMR.O	Lamar Advertising	Consumer Discretionary	S	USA	USD	218,200	14.87	\$3,244,634	0.53%

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. Read it carefully before investing or sending money.

The Managers Funds and Managers AMG Funds distributed by Managers Distributors, Inc., member FINRA.



managers

INVESTMENT GROUP LLC

Managers AMG TimesSquare Mid Cap Growth Fund - Portfolio Holdings as of 11/30/08

ID	Ticker	Name	Sector	Asset Class	Country	Currency	Par/Shares	Price	Market Value	% of Fund
78390X101	SAI	SAIC	Information Technology	S	USA	USD	181,200	17.80	\$3,225,360	0.52%
48020Q107	JLL.N	Jones Lang Lasalle	Financials	S	USA	USD	123,900	23.83	\$2,952,537	0.48%
032095101	APH.N	Amphenol - A	Information Technology	S	USA	USD	124,000	23.22	\$2,879,280	0.47%
031100100	AME	AMETEK	Industrials	S	USA	USD	81,700	34.93	\$2,853,781	0.46%
57772K101	MXIM	Maxim Integrated Products	Information Technology	S	USA	USD	113,300	12.37	\$1,401,521	0.23%
043632108	ASCMV	Ascent Media - A	Consumer Discretionary	S	USA	USD	40,925	20.00	\$818,500	0.13%
200000000		Other Assets & Liabilities	Other Assets	O	USA	USD			-\$1,038,142	-0.17%
100000000		Cash & Equivalents	Cash	C	USA	USD			\$26,706,673	4.34%

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. Read it carefully before investing or sending money.

The Managers Funds and Managers AMG Funds distributed by Managers Distributors, Inc., member FINRA.