

Victory Integrity Mid-Cap Value Fund

SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
AFFILIATED MANAGERS GROUP		446,117.36	0.59%
ALEXANDRIA REAL ESTATE EQ		799,269.66	1.05%
ALLEGHENY TECHNOLOGIES		784,168.35	1.03%
ALLIANT ENERGY CORP.		683,461.35	0.90%
ALLSTATE CORP.		782,888.40	1.03%
ALLY FINANCIAL INC		937,070.60	1.23%
AMERICAN CAMPUS COMMUNITI		671,813.52	0.88%
AMERICAN FINANCIAL GROUP		877,883.67	1.16%
ARAMARK		690,600.06	0.91%
ARROW ELECTRONICS		621,754.48	0.82%
ATMOS ENERGY CORP		587,219.23	0.77%
BRUNSWICK CORP.		594,132.30	0.78%
CIT GROUP, INC.		569,000.25	0.75%
CABOT CORP.		734,074.88	0.97%
CAESARS ENTERTAINMENT COR		608,973.00	0.80%
CAMDEN PROPERTY TRUST		999,795.45	1.32%
CARDINAL HEALTH, INC.		603,342.00	0.79%
CARPENTER TECHNOLOGY		616,204.35	0.81%
CENTURYLINK, INC.		681,982.80	0.90%
CIENA CORP		724,299.40	0.95%
CINEMARK HOLDINGS INC		608,266.20	0.80%
COMMSCOPE HOLDING CO INC		574,566.04	0.76%
CONSTELLATION BRANDS, INC		621,848.08	0.82%
CORNING, INC.		727,391.80	0.96%
CUMMINS, INC.		613,640.07	0.81%
CYPRESS SEMICONDUCTOR		511,554.96	0.67%
DDR CORP		683,050.68	0.90%
DTE ENERGY CO.		793,702.49	1.05%
DELEK US HOLDINGS INC		631,825.13	0.83%
DIAMONDBACK ENERGY INC		714,343.96	0.94%
DUKE REALTY (REIT)		911,840.17	1.20%
DYCOM INDUSTRIES INC.		794,817.00	1.05%
E*TRADE FINANCIAL CORP.		647,488.01	0.85%
EDISON INTERNATIONAL		692,434.08	0.91%
EMCOR GROUP, INC.		460,048.75	0.61%
ENCOMPASS HEALTH CORP		745,435.85	0.98%
EVERGY INC		792,770.20	1.04%
FMC CORP.		575,039.28	0.76%
FNB CORP		633,341.52	0.83%
FERRO CORP		556,327.98	0.73%
FNF GROUP		668,241.70	0.88%
FIRSTENERGY CORP.		833,648.76	1.10%

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FOOT LOCKER INC		555,325.14	0.73%
ARTHUR J GALLAGHER & CO.		919,185.12	1.21%
HCP, INC.		964,628.00	1.27%
HP INC		547,097.10	0.72%
HANOVER INSURANCE GROUP		626,719.60	0.83%
HESS CORP.		730,974.96	0.96%
HILL-ROM HOLDINGS, INC.		875,748.80	1.15%
HOLLYFRONTIER CORP		653,704.80	0.86%
HOST HOTELS & RESORTS INC		1,016,830.10	1.34%
HUNTINGTON BANCSHARES INC		818,182.96	1.08%
HUNTINGTON INGALLS INDUST		981,298.56	1.29%
KANSAS CITY SOUTHERN		647,395.20	0.85%
KIMCO REALTY CORP.		739,322.10	0.97%
KIRBY CORP		438,968.25	0.58%
KOHL'S CORP.		516,109.65	0.68%
THE KROGER CO		788,589.90	1.04%
LPL FINANCIAL HOLDINGS		520,402.17	0.69%
L3 TECHNOLOGIES INC		1,077,983.40	1.42%
LAB CORP OF AMERICA HLDGS		1,027,664.56	1.35%
LAMB WESTON HOLDING		825,507.00	1.09%
LINCOLN NATIONAL CORP.		798,793.96	1.05%
MACY'S, INC.		413,738.49	0.54%
MARATHON OIL CORP.		814,450.80	1.07%
METHANEX CORP.		613,262.30	0.81%
MICROCHIP TECHNOLOGY, INC		488,768.54	0.64%
MOLINA HEALTHCARE INC		763,425.80	1.01%
MOTOROLA SOLUTIONS, INC.		541,382.40	0.71%
NCR CORP		663,060.99	0.87%
NATIONAL OILWELL VARCO		565,166.52	0.74%
NAVISTAR INTL CORP		513,089.50	0.68%
NUANCE COMMUNICATIONS INC		806,280.64	1.06%
OLD DOMINION FRGHT LINE		639,879.68	0.84%
OSHKOSH CORP		432,996.72	0.57%
OWENS CORNING INC		606,847.14	0.80%
PPL CORP.		1,157,964.50	1.52%
PVH CORP		588,574.40	0.78%
PACWEST BANCORP		547,307.90	0.72%
PARKER HANNIFIN CORP.		805,797.33	1.06%
PARSLEY ENERGY INC		643,704.75	0.85%
PERSPECTA INC		472,399.24	0.62%
PINNACLE WEST CAPITAL		717,608.34	0.94%
PINNACLE FOODS INC		553,801.45	0.73%

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POST HOLDINGS INC		494,023.56	0.65%
RAYMOND JAMES FINANCIAL		716,517.20	0.94%
STANLEY BLACK & DECKER		873,221.72	1.15%
SUNTRUST BANKS, INC.		861,591.00	1.13%
SYMANTEC CORPORATION		606,458.72	0.80%
SYNOVUS FINANCIAL CORP		817,076.76	1.08%
TAPESTRY INC		693,524.92	0.91%
TEGNA INC COM		844,196.60	1.11%
TIMKEN CO.		625,268.55	0.82%
UGI CORP		572,498.12	0.75%
UNITED CONTINENTAL HLDG		388,301.60	0.51%
US FOODS HOLDING CORP		552,910.80	0.73%
VOYA FINANCIAL		841,012.44	1.11%
WELLTOWER INC		932,768.64	1.23%
WORLDPAY INC		656,432.14	0.86%
WPX ENERGY INC.		780,354.20	1.03%
WYNDHAM DESTINATIONS INC		498,770.08	0.66%
WYNDHAM HOTELS & RESORTS		485,681.80	0.64%
ZIMMER BIOMET HOLDINGS		1,096,854.21	1.44%
ZIONS BANCORPORATION		880,132.50	1.16%
CITIBANK DOLLARS ON DEP	12/31/2099	1,797,009.70	2.37%
PERRIGO CO PLC		865,176.00	1.14%
ROYAL CARRIBBEAN CRUISES		839,542.34	1.11%
			100.00%

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