



# CASTLE FOCUS FUND

**MOATX** *Investor Shares*

**CASTX** *Class C*

For Investors Seeking Long-Term Capital Appreciation

**Prospectus**

October 29, 2012

As with all mutual funds, the Securities and Exchange Commission has not approved or disapproved of these securities, nor has the Commission determined that this Prospectus is complete or accurate. Any representation to the contrary is a criminal offense.

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## Summary Section

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### Investment Objective

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- The Castle Focus Fund seeks long-term capital appreciation.

### Fees and Expenses of the Fund

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The following table describes the expenses and fees that you may pay if you buy and hold shares of the Fund.

|   | <u>Investor Class</u> | <u>Class C</u> |
|---|-----------------------|----------------|
| <b>Shareholder Fees</b> (fees paid directly from your investment)   |                       |                |
| Maximum Sales Charge (Load)   | None                  | None           |
| Maximum Deferred Sales Charge (Load) (as a percentage of the amount redeemed)   | None                  | 1.00%          |
| Exchange Fee  | None                  | None           |
| Redemption Fees (on shares sold after holding them for 90 days or less as a percentage of the amount redeemed)          | 2.00%                 | 2.00%          |
| <b>Annual Fund Operating Expenses</b> (expenses that you pay each year as a percentage of the value of your investment) |                       |                |
| Management Fees   | 1.00%                 | 1.00%          |
| Distribution Fees/Service (12b-1) Fees  | 0.00%                 | 1.00%          |
| Other Expenses  | 0.58%                 | 0.58%          |
| Acquired Fund Fees and Expenses   | <u>0.04%</u>          | <u>0.04%</u>   |
| Total Annual Fund Operating Expenses  | 1.62%                 | 2.62%          |
| Fee Waiver <sup>(a)</sup>   | <u>(0.23%)</u>        | <u>(0.23%)</u> |
| Total Annual Fund Operating Expenses After Waiver   | 1.39%                 | 2.39%          |

<sup>(a)</sup>Under the Services Agreement the Adviser receives an additional fee of 0.58% and is obligated to pay the operating expenses of the Fund excluding management fees, brokerage fees and commissions, 12b-1 fees, taxes, borrowing costs (such as (a) interest and (b) dividend expenses on securities sold short), the cost of acquired funds and extraordinary expenses. Effective October 29, 2012 the Adviser has contractually agreed to waive Services Agreement fees by 0.23% of its average daily net assets through October 31, 2013. The Services Agreement fee waiver will automatically terminate on October 31, 2013 unless it is renewed by the Adviser. The Adviser may not terminate the fee waiver before October 31, 2013.

### Expense Example

The following example is intended to help you compare the cost of investing in Investor Shares and C Shares of the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% annual return each year and that the Fund's operating expenses remain the same each year. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

| <b>Castle Focus Fund</b> | <b>One Year</b> | <b>Three Years</b> | <b>Five Years</b> | <b>Ten Years</b> |
|--------------------------|-----------------|--------------------|-------------------|------------------|
| Investor Shares          | \$142           | \$489              | \$860             | \$1,903          |
| Class C Shares           | \$342           | \$793              | \$1,370           | \$2,937          |

You would pay the following fees and expenses if you did not redeem your Class C shares:

| <b>Castle Focus Fund</b> | <b>One Year</b> | <b>Three Years</b> | <b>Five Years</b> | <b>Ten Years</b> |
|--------------------------|-----------------|--------------------|-------------------|------------------|
| Class C Shares           | \$242           | \$793              | \$1,370           | \$2,937          |

## Portfolio Turnover

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 24.38% of the average value of its portfolio.

## The Principal Investment Strategy of the Fund

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Under normal market conditions, the Fund invests primarily in common stocks of domestic companies and American Depositary Receipts (ADRs) of foreign companies of any size without regard to market capitalization that the Sub-Adviser believes possess a strong competitive position in their peer group and have undervalued assets or growth potential that is not yet reflected in stock price. The Fund may also invest in exchange traded funds (ETFs). The Fund will normally hold a core position of between 20 and 30 common stocks.

The Sub-Adviser's investment selection process generally begins with data from the Value Line Index (an equal-weighted stock index containing approximately 1,700 companies). As part of its investment selection process, the Sub-Adviser may evaluate companies using a value-oriented analysis which examines, among other things, cash flow, price-to-earnings ratios and price-to-book ratios. The Sub-Adviser may also examine a company's financial statements and visit with various levels of a company's management as well as customers and (as relevant) competition. The Sub-Adviser may sell or reduce the Fund's position in a security if it believes there is a significant change in long-term financial prospects.

The Fund is a "non-diversified" fund, which means it can invest in fewer securities at any one time than a diversified fund. From time to time the Fund may invest a significant portion of its assets in a limited number of industry sectors, but will not concentrate in any particular industry. Also, the Fund may hold for extended periods of time all or a portion of its assets in cash or cash-equivalents like money market funds, certificates of deposit, short-term debt obligations, and repurchase agreements, either due to pending investments or when investment opportunities are limited.

## The Principal Risks of Investing in the Fund

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**Risks in General.** Domestic economic growth and market conditions, interest rate levels, and political events are among the factors affecting the securities markets of the Fund's investments. There is risk that these and other factors may adversely affect the Fund's performance. The loss of money is a risk of investing in the Fund.

**Risks of Investing in Common Stocks.** Overall stock market risks may affect the value of the Fund. Factors. When the value of the Fund's investments goes down, your investment in the Fund decreases in value and you could lose money.

**Risks of Small and Medium Capitalization Companies.** The Fund invests in the stocks of small and medium capitalization companies, which may subject the Fund to additional risks. The earnings and prospects of these companies are more volatile than larger companies. Small and medium capitalization companies may have limited product lines and markets, and may experience higher failure rates than do larger companies.

**Foreign Risk.** To the extent the Fund purchases ADRs, which will give the Fund exposure to foreign companies, the Fund may be subject to risks not usually associated with owning securities of U.S. issuers, including adverse political, social and economic developments and differing auditing and legal standards.

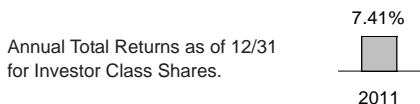
**Risks of Exchange Traded Funds.** Investment in an exchange traded fund carries specific risk and market risk. Also, if the area of the market representing the underlying index or benchmark does not perform as expected for any reason, the value of the investment in the ETF may decline.

**Risk of Non-Diversification.** The Fund is a non-diversified portfolio, which means that it has the ability to take larger positions in a smaller number of securities than a portfolio that is "diversified." Non-diversification increases the risk that the value of the Fund could go down because of the poor performance of a single investment.

**Sector Risk.** Sector risk is the possibility that all stocks within the same group of industries will decline in price due to sector-specific market or economic developments. The Fund may be overweight in certain sectors at various times.

## Performance History

The bar chart shows performance of the Fund's Investor Class Shares for each full calendar year since the Fund's inception. The returns for Class C Share will differ from those of Investor Class Shares because the expenses of the classes differ. The performance table compares the performance of the Fund's Investor Class Shares and Class C Shares over time to the performance of a broad-based securities market index. The information provides some indication of the risks of investing in the Fund by showing changes in the Fund's performance from year to year and by showing how the Fund's average annual returns for 1 year, and since inception compare with those of a broad measure of market performance. The Fund's past performance (before and after taxes) is not necessarily an indication of how the Fund will perform in the future. Updated performance information is available on the Fund's website at [www.castleim.com](http://www.castleim.com) or by calling 1-877-743-7820.



For the period January 1, 2012 through September 30, 2012, the total return for the Fund's Investor Class Shares was 6.42%.

Best Quarter (December 31, 2011) +7.86%    Worst Quarter (September 30, 2011) -4.99%

| AVERAGE ANNUAL TOTAL RETURN FOR THE PERIODS ENDED 12/31/11              | 1 Year | Since Inception (7/1/10) |
|---|--------|--------------------------|
| <b>CASTLE FOCUS FUND</b>  |        |                          |
| Investor Class Shares Return Before Taxes                               | 7.41%  | 12.40%                   |
| Return After Taxes on Distributions                                     | 7.19%  | 12.23%                   |
| Return After Taxes on Distributions and Sale of Fund Shares             | 4.81%  | 10.49%                   |
| Class C Shares  | 6.24%  | 11.32%                   |
| S&P 500 Index (does not reflect deductions for fees, expenses or taxes) | 2.11%  | 16.54%                   |

After-tax returns are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown, and after-tax returns shown are not relevant to investors who hold their Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts. The after-tax returns are shown only for the Fund's Investor Class Shares shares; after-tax returns for the Class C Shares will vary.

## Management

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### Investment Adviser and Sub-Adviser

Castle Investment Management, LLC is the Fund's investment adviser. St. James Investment Company, LLC is the Fund's Sub-Adviser.

### Portfolio Manager

Robert Mark has been the portfolio manager of the Fund since its inception in 2010. Mr. Mark is a managing member and owner of the Sub-Adviser.

### Purchase and Sale of Fund Shares

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The minimum initial and subsequent investment amounts for various types of accounts offered by the Fund are shown below.

#### Investor Shares

|                           | <u>Initial</u> | <u>Additional</u> |
|---------------------------|----------------|-------------------|
| Regular Account           | \$4,000        | \$100             |
| Automatic Investment Plan | \$2,000        | \$100*            |
| IRA Account               | \$2,000        | \$100             |

\*An Automatic Investment Plan requires a \$100 minimum automatic monthly or quarterly investment.

#### Class C Shares

|                           | <u>Initial</u> | <u>Additional</u> |
|---------------------------|----------------|-------------------|
| Regular Account           | \$2,000        | \$100             |
| Automatic Investment Plan | \$1,000        | \$100*            |
| IRA Account               | \$1,000        | \$100             |

\*An Automatic Investment Plan requires a \$100 minimum automatic monthly or quarterly investment.

Investors may purchase or redeem Fund shares on any business day through a financial intermediary, by mail (Castle Focus Fund, c/o Mutual Shareholder Services, 8000 Town Centre Drive, Suite 400, Broadview Heights, Ohio 44147), by wire, or by telephone at 1-877-743-7820. Purchases and redemptions by telephone are only permitted if you previously established this option on your account.

#### Tax Information

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The Fund's distributions are taxable, and will be taxed as ordinary income or capital gains, unless you are investing through a tax-deferred arrangement, such as a 401(k) plan or an individual retirement account.

#### Payments to Broker-Dealers and Other Financial Intermediaries

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If you purchase the Fund through a broker-dealer or other financial intermediary (such as a bank), the Fund and its related companies may pay the intermediary for the sale of Fund shares and related services. These payments may create a conflict of interest by influencing the broker-dealer or other intermediary and your salesperson to recommend the Fund over another investment. Ask your salesperson or visit your financial intermediary's Web site for more information.

# Investment Objective, Principal Investment Strategies, Related Risks, and Disclosure of Portfolio Holdings

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## Investment Objective

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- The Castle Focus Fund seeks long-term capital appreciation

## The Investment Selection Process Used by the Fund

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St. James Investment Company, LLC, the Fund's Sub-Adviser, invests primarily in common stocks of domestic companies and American Depositary Receipts (ADRs) of foreign companies of any size without regard to market capitalization that the Sub-Adviser believes possess a strong competitive position in their peer group and have undervalued assets or growth potential that is not yet reflected in stock price. The Fund may also invest in exchange traded funds (ETFs). ETFs are investment companies each share of which generally tracks a basket of securities in an index or benchmark and the shares of which generally trade in the secondary markets. The Fund will normally hold a core position of between 20 and 30 common stocks. Also, the Fund may hold for extended periods of time all or a portion of its assets in cash or cash-equivalents like money market funds, certificates of deposit, short-term debt obligations, and repurchase agreements, either due to pending investments or when investment opportunities are limited.

The Sub-Adviser's investment selection process generally begins with data from the Value Line Index (an equal-weighted stock index containing approximately 1,700 companies from the New York Stock Exchange, the NYSE Alternext US LLC (formerly the American Stock Exchange) and Nasdaq). The Sub-Adviser eliminates companies with poor balance sheets. The Sub-Adviser then evaluates, on a quantitative basis, the remaining company candidates which may include an examination of, among other things, cash flow, price-to-earnings ratios and price-to-book ratios. The Sub-Adviser may also examine a company's financial statements and visit with various levels of a company's management as well as customers and (as relevant) competition. The Sub-Adviser may sell or reduce the Fund's position in a security if it believes there is a significant change in the long-term fundamental prospects of a company or if, in the sub-adviser's opinion, a company's balance sheet is no longer sufficiently conservative.

## Temporary Defensive Positions

The Fund may hold all or a portion of its assets in cash or cash-equivalents as a temporary defensive measure. Under these circumstances, the Fund may not participate in stock market advances or declines to the same extent it would had it remained more fully invested in common stocks. If the Fund invests in shares of a money market fund, shareholders of the Fund generally will be subject to duplicative management fees.

## The Principal Risks of Investing in the Fund

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**Risks in General.** Domestic economic growth and market conditions, interest rate levels, and political events are among the factors affecting the securities markets of the Fund's investments. There is risk that these and other factors may adversely affect the Fund's performance. You should consider your own investment goals, time horizon, and risk tolerance before investing in the Fund. An investment in the Fund may not be appropriate for all investors and is not intended to be a complete investment program. An investment in the Fund is not a deposit in a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. You may lose money by investing in the Fund. The loss of money is a risk of investing in the Fund.

**Risks of Investing in Common Stocks.** The Fund invests primarily in common stocks, which subjects the Fund and its shareholders to the risks associated with common stock investing. These risks include the financial risk of selecting individual companies that do not perform as anticipated, the risk that the stock markets in which the Fund invests may experience periods of turbulence and instability,

and the general risk that domestic and global economies may go through periods of decline and cyclical change. Many factors affect the performance of each company that the Fund invests in, including the strength of the company's management or the demand for its products or services. You should be aware that a company's share price may decline as a result of poor decisions made by management or lower demand for the company's products or services. In addition, a company's share price may also decline if its earnings or revenues fall short of expectations.

There are overall stock market risks that may also affect the value of the Fund. Over time, the stock markets tend to move in cycles, with periods when stock prices rise generally and periods when stock prices decline generally. The value of the Fund's investments may increase or decrease more than the stock markets in general.

**Risks of Small and Medium Capitalization Companies.** To the extent the Fund invests in small and medium capitalization companies, the Fund may be subject to additional risks. The earnings and prospects of these companies are more volatile than larger companies. Small and medium capitalization companies may experience higher failure rates than do larger companies. The trading volume of securities of small and medium capitalization companies is normally less than that of larger companies and, therefore, may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies. Small and medium capitalization companies may have limited markets, product lines or financial resources, and may lack management experience.

**Risk of Non-Diversification.** The Fund is a non-diversified portfolio, which means that it has the ability to take larger positions in a smaller number of securities than a portfolio that is "diversified." Non-diversification increases the risk that the value of the Fund could go down because of the poor performance of a single investment.

**Foreign Risk.** To the extent the Fund purchases ADRs, which will give the Fund exposure to foreign companies, the Fund may be subject to risks not usually associated with owning securities of U.S. issuers. These risks can include the risks associated with higher transaction costs, delayed settlements, lack of liquidity, currency controls and adverse economic developments. This also includes the risk that fluctuations in the exchange rates between the U.S. dollar and foreign currencies may negatively affect an investment. Adverse changes in exchange rates may erode or reverse any gains produced by foreign currency denominated investments and widen any losses. Exchange rate volatility also may affect the ability of an issuer to repay U.S. dollar denominated debt, thereby increasing credit risk. In addition, the costs of foreign investing, including withholding taxes, brokerage commissions, and custodial costs, generally are higher than for U.S. investments. In addition, foreign issuers, brokers, and securities markets may be subject to less government supervision than in the U.S. The considerations noted above generally are intensified for investments in emerging markets. Emerging markets may have relatively unstable governments, economies based on only a few industries and securities markets that trade a small number of securities.

**Risks of Exchange Traded Funds (ETFs).** Investment in an exchange traded fund carries specific risk and market risk. Also, if the area of the market representing the underlying index or benchmark does not perform as expected for any reason, the value of the investment in the ETF may decline. In addition, due to transactions via market prices rather than at net asset value, the performance of an ETF may not completely replicate the performance of the underlying index. The Fund will indirectly pay its proportionate share of any fees and expenses paid by the ETF in which it invests in addition to the fees and expenses paid directly by the Fund, many of which may be duplicative.

**Sector Risk.** Sector risk is the possibility that stocks within the same group of industries will decline in price due to sector-specific market or economic developments. If the sub-adviser invests a significant portion of the Fund's assets in a particular sector, the Fund is subject to the risk that companies in the same sector are likely to react similarly to legislative or regulatory changes, adverse market conditions and/or increased competition affecting that market segment. The sectors in which the Fund may be overweighted will vary.



**Management Risks.** The Fund's strategy may fail to produce the intended results.

## Portfolio Holdings Disclosure

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A description of the Fund's policies and procedures with respect to the disclosure of the Fund's portfolio securities is available in the Fund's Statement of Additional Information ("SAI").

## Management

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### The Investment Adviser

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Castle Investment Management, LLC (the "Adviser") is the investment adviser of the Fund and has responsibility for the management of the Fund's affairs, under the supervision of the Trust's Board of Trustees. Castle Investment Management, LLC is a registered investment adviser. The Adviser was organized in 2010 and its address is 7105 Marine Drive, Alexandria, Virginia 22307.

The Adviser manages the investment portfolio of the Fund, subject to the policies adopted by the Trust's Board of Trustees. Under the Management Agreement, the Adviser, at its own expense and without reimbursement from the Trust, furnishes office space and all necessary office facilities, equipment and executive personnel necessary for managing the assets of the Fund. For its services the Adviser receives an investment management fee equal to 1.00% of the average daily net assets of the Fund. A discussion regarding the basis of the Board of Trustees' approval of the Management Agreement between the Trust and the Adviser is available in the Fund's annual report to shareholders dated June 30, 2012. For its services, the Adviser received an investment management fee equal to 1.00% of the average daily net assets of the Fund for the fiscal year ended June 30, 2012. Under the Services Agreement the Adviser receives an additional fee of 0.58% and is obligated to pay the operating expenses of the Fund excluding management fees, brokerage fees and commissions, 12b-1 fees, taxes, borrowing costs (such as (a) interest and (b) dividend expenses on securities sold short), the cost of acquired funds and extraordinary expenses. Effective October 29, 2012 the Adviser has contractually agreed to waive Services Agreement fees by 0.23% of its average daily net assets through October 31, 2013. The Services Agreement fee waiver will automatically terminate on October 31, 2013 unless it is renewed by the Adviser. The Adviser may not terminate the fee waiver before October 31, 2013. For its services the Adviser received services fees after waivers equal to 0.45% of the average daily net assets of the Fund for the fiscal year ended June 30, 2012.

The Adviser (not the Fund) may pay certain financial institutions (which may include banks, brokers, securities dealers and other industry professionals) a fee for providing distribution related services and/or for performing certain administrative servicing functions for Fund shareholders to the extent these institutions are allowed to do so by applicable statute, rule or regulation. The Fund may from time to time purchase securities issued by financial institutions that provide such services; however, in selecting investments for the Fund, these services will not be taken into consideration.

### The Sub-Adviser

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St. James Investment Company, LLC (the "Sub-Adviser") serves as the sub-adviser of the Fund. St. James Investment Company, LLC makes the day-to-day investment decisions and continuously reviews, supervises and administers the Fund's investment program. The Fund's investment portfolio is managed on a day-to-day basis by Robert Mark. Mr. Mark is a managing member and owner of the Sub-Adviser and has served as portfolio manager of the Fund since its inception. The Sub-Adviser is a registered investment adviser. The Sub-Adviser was organized in 1999 and its address is 2716 Fairmount Street, Dallas, Texas 75201.

Mr. Mark founded the Sub-Adviser in 1999. Mr. Mark formerly worked in the Private Asset Management Group of Goldman Sachs in Houston, Texas. While at Goldman Sachs, he and his team managed client assets for over 75 wealthy families. Mr. Mark's primary responsibilities included

researching, implementing and managing equity portfolios. Prior to joining Goldman Sachs, Mr. Mark attended the University of Texas at Austin where he received his MBA in Finance. Mr. Mark graduated in 1989 from the United States Military Academy at West Point with a B.S. in Engineering. Afterwards, he was commissioned as an officer in the U.S. Army where he served in Germany and the Gulf War as an armored cavalry scout platoon leader. The Fund's Statement of Additional Information provides information about the portfolio manager's compensation, other accounts managed by the portfolio manager, and the portfolio manager's ownership of Fund shares.

### Sub-Adviser's Related Performance

The data below is provided to illustrate the past performance of the Fund's Sub-Adviser in managing equity accounts utilizing strategies that are substantially similar to those that will be utilized by the Fund. This prior performance of the Sub-Adviser does not represent the performance of the Fund, nor should it be considered a substitute for the Fund's performance. You should not consider this performance data as a prediction or an indication of future performance of the Fund or the performance that one might achieve by investing in the Fund.

The St. James Investment Company Composite (the "Composite") represents the accounts in the Composite that have investment objectives, policies and strategies that are substantially similar. As of June 30, 2012 the Composite consisted of 2,048 advisory accounts. As of this date, the total assets of the Composite were approximately \$1,168.3 million.

In certain cases, the calculation methodologies utilized to create the Composite may be different from the standard SEC formula used by mutual funds for presenting their performance returns. The returns of the accounts represented in the Composite reflect the deduction of management fees and other expenses and includes gross dividends and other income reinvested in the portfolios. The Composite reflects performance for a typical investor in the portfolio who invested at the beginning of the period and remained invested throughout the period. Advisory fees are deducted monthly and over time will reduce the net return on a compounded basis.

The private accounts represented by the Composite are not subject to the same types of expenses as the Fund or to the diversification requirements, specific tax restrictions and investment limitations imposed on the Fund by the Investment Company Act of 1940, as amended, or the Internal Revenue Code of 1986, as amended. Consequently, the performance results for such private accounts could have been adversely affected if they had been subject to mutual fund regulations. In addition, the operating expenses incurred by the accounts included were lower than the anticipated operating expenses of the Fund, and, accordingly, those expenses generally have less of an adverse effect on the performance results of the Composite.

### Schedule of Comparative Performance Statistics (June 30, 2012)

|       | Gross-<br>-of-Fees<br>Return | Net-<br>-of-Fees<br>Return | Net Total<br>Return<br>S&P 500 Index | Number<br>of<br>Portfolios | Annual<br>Composite<br>Dispersion | Value of<br>Composite<br>(USD mil.) | % of Total<br>Firm Assets<br>in Composite | Total Firm<br>Assets<br>(millions) |
|-------|------------------------------|----------------------------|--------------------------------------|----------------------------|-----------------------------------|-------------------------------------|---|------------------------------------|
| *1999 | 31.62%                       | 30.89%                     | 13.43%                               | 6                          |                                   | \$1.9                               | 69.9%                                     | \$2.7                              |
| 2000  | 8.66%                        | 7.59%                      | -9.42%                               | 9                          | 6.17%                             | \$2.1                               | 48.2%                                     | \$4.4                              |
| 2001  | 1.26%                        | 0.23%                      | -12.23%                              | 16                         | 6.61%                             | \$4.0                               | 62.6%                                     | \$6.4                              |
| 2002  | 0.88%                        | -0.13%                     | -22.48%                              | 19                         | 3.79%                             | \$7.0                               | 20.6%                                     | \$34.1                             |
| 2003  | 25.07%                       | 23.84%                     | 27.99%                               | 29                         | 0.27%                             | \$3.4                               | 8.2%                                      | \$41.3                             |
| 2004  | 20.60%                       | 19.43%                     | 10.21%                               | 19                         | 2.45%                             | \$5.7                               | 12.6%                                     | \$45.2                             |
| 2005  | 9.99%                        | 8.91%                      | 4.33%                                | 20                         | 2.65%                             | \$6.7                               | 11.1%                                     | \$60.4                             |
| 2006  | 9.93%                        | 8.84%                      | 15.14%                               | 32                         | 2.13%                             | \$12.5                              | 13.5%                                     | \$92.5                             |
| 2007  | 8.32%                        | 7.25%                      | 4.90%                                | 42                         | 0.85%                             | \$19.3                              | 25.3%                                     | \$76.3                             |
| 2008  | -10.94%                      | -12.07%                    | -37.45%                              | 72                         | 3.45%                             | \$30.1                              | 26.4%                                     | \$114.1                            |
| 2009  | 19.84%                       | 18.37%                     | 25.55%                               | 271                        | 2.66%                             | \$133.5                             | 60.7%                                     | \$220.1                            |
| 2010  | 9.53%                        | 8.20%                      | 14.37%                               | 814                        | 1.40%                             | \$302.6                             | 60.0%                                     | \$504.6                            |
| 2011  | 7.71%                        | 6.36%                      | 1.47%                                | 1,584                      | 1.06%                             | \$975.3                             | 91.7%                                     | \$1,063.4                          |
| 2012  | 2.29%                        | 1.67%                      | 9.13%                                | 2,048                      | n/a                               | \$1,168.3                           | 93.3%                                     | \$1,252.7                          |

\* The Composite (the "Composite") was created on January 2005 and has an inception date of June 1999. The Composite benchmark is the Net Total Return S&P 500 Index. The Net Total Return S&P

500 Index is an unmanaged market-capitalization weighted index measuring the performance of the 500 largest U.S. companies based on total market capitalization. New accounts that fit the Composite definition are added at the first market day that the account is ready and under management. Closed account data is included in the composite as mandated by the standards in order to eliminate a survivorship bias. Portfolios in this Composite may also be part of another firm composite. Our selection process may lead to investments that differ markedly from the benchmarks presented. Returns may be more volatile than, and/or may not be correlated to, these indices (for comparative purposes only). Valuations and returns are computed and stated in U.S. dollars, and individual portfolios are revalued monthly. Portfolios also are revalued intra-month in cases where cash flows in excess of 10% of the portfolio's value occur. Pricing information is supplied by the account custodian. St. James Investment Company uses the Modified Dietz formula to calculate monthly returns and links these returns geometrically to produce an accurate time-weighted rate of return. Composite returns are asset-weighted. Gross of fees returns are calculated gross of management and custodial fees and net of transaction costs. Net of fees returns are calculated net of management fees and transaction costs and gross of custodian fees. Both returns are calculated gross of all withholding taxes on foreign dividends. Accruals for fixed income and equity securities are included in calculations. The dispersion measure is the asset-weighted standard deviation of accounts in the composite for the entire year. Only portfolios represented in the Composite for the entire year are included in the calculation. Net of fee returns are presented net of the maximum annual fees deducted at the end of the period. Returns in this presentation include reinvestment of all income. For the years 1999 and 2000 of this Composite, performance can be confirmed by electronic records rather than client custodial statements, which are no longer available for this time period.

## Shareholder Information

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### Pricing of Fund Shares

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The price you pay for a share of the Fund, and the price you receive upon selling or redeeming a share of the Fund, is called the Fund's net asset value ("NAV"). The NAV is calculated by taking the total value of the Fund's assets, subtracting its liabilities, and then dividing by the total number of shares outstanding, rounded to the nearest cent:

Net Asset Value = Total Asset - Liabilities / Number of Shares Outstanding

The NAV is generally calculated as of the close of trading on the New York Stock Exchange (normally 4:00 p.m. Eastern time) every day the Exchange is open. The New York Stock Exchange generally is open every day other than weekends and holidays. All purchases, redemptions or reinvestments of Fund shares will be priced at the next NAV calculated after your order is received in proper form by the Fund's Transfer Agent, Mutual Shareholder Services plus any applicable sales charge. If you sell Class C Shares, a contingent deferred sales charge may apply, which would reduce the amount of money paid to you by the Fund. For more information on sales charges see "Distribution Arrangements and Sales Charges."

If you purchase shares directly from the Fund, your order must be placed with the Transfer Agent prior to the close of the trading of the New York Stock Exchange in order to be confirmed for that day's NAV. The Fund's assets are generally valued at their market value. If market prices are not available or, in the adviser's opinion, market prices do not reflect fair value, or if an event occurs after the close of trading (but prior to the time the NAV is calculated) that materially affects fair value, the adviser may value the Fund's assets at their fair value according to policies approved by the Fund's Board of Trustees. For example, if trading in a portfolio security is halted and does not resume before the Fund calculates its NAV, the adviser may need to price the security using the Fund's fair value pricing guidelines. Without a fair value price, short term traders could take advantage of the arbitrage opportunity and dilute the NAV of long term investors. Fair valuation of a Fund's portfolio securities can serve to reduce arbitrage opportunities available to short term traders, but there is no assurance that fair value pricing policies will prevent dilution of the Fund's NAV by short term traders. The Fund's investments are valued at market

value or, if a market quotation is not readily available, at the fair value determined in good faith by the adviser, subject to the review and oversight of the Fund's Board of Trustees. The Fund may use pricing services to determine market value.

## Customer Identification Program

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### IMPORTANT INFORMATION ABOUT PROCEDURES FOR OPENING A NEW ACCOUNT

*To help the government fight the funding of terrorism and money laundering activities, Federal law requires all financial institutions to obtain, verify, and record information that identifies each person who opens an account. This means that, when you open an account, we will ask for your name, address, date of birth, and other information that will allow us to identify you. We may also ask for identifying documents, and may take additional steps to verify your identity. We may not be able to open an account or complete a transaction for you until we are able to verify your identity.*

## Investing in the Fund

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You may purchase shares of the Fund through the Distributor or through a brokerage firm or other financial institution that has agreed to sell the Fund's shares. If you are investing directly in the Fund for the first time, you will need to establish an account by completing a Shareholder Account Application (To establish an IRA, complete an IRA Application). To request an application, call toll-free 1-877-743-7820. Your initial investment minimum can be found in the table below. The Fund reserves the right to change the amount of these minimums from time to time or to waive them in whole or in part for certain accounts. Investment minimums may be higher or lower to investors purchasing shares through a brokerage firm or other financial institution.

### Investments Made Through Brokerage Firms or Other Financial Institutions

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If you invest through a brokerage firm or other financial institution, the policies and fees may be different than those described here. Financial advisers, financial supermarkets, brokerage firms, and other financial institutions may charge transaction and other fees and may set different minimum investments or limitations on buying or selling shares. Consult a representative of your financial institution if you have any questions. The Fund is deemed to have received your order when the brokerage firm or financial institution receives the order, and your purchase will be priced at the next calculated NAV. Your financial institution is responsible for transmitting your order in a timely manner.

## Minimum Investments

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### Investor Shares

|                           | <u>Initial</u> | <u>Additional</u> |
|---------------------------|----------------|-------------------|
| Regular Account           | \$4,000        | \$100             |
| Automatic Investment Plan | \$2,000        | \$100*            |
| IRA Account               | \$2,000        | \$100             |

\*An Automatic Investment Plan requires a \$100 minimum automatic monthly or quarterly investment.

### Class C Shares

|                           | <u>Initial</u> | <u>Additional</u> |
|---------------------------|----------------|-------------------|
| Regular Account           | \$2,000        | \$100             |
| Automatic Investment Plan | \$1,000        | \$100*            |
| IRA Account               | \$1,000        | \$100             |

\*An Automatic Investment Plan requires a \$100 minimum automatic monthly or quarterly investment.

All purchases must be made in U.S. dollars and checks must be drawn on U.S. banks. No cash, money orders, travelers checks, credit cards, credit card checks, third party checks or other checks deemed to be high-risk checks will be accepted. A \$20 fee will be charged against your account for any payment check returned to the transfer agent or for any incomplete electronic fund transfer, or for insufficient funds, stop payment, closed account or other reasons. If a check does not clear your bank or the Fund is unable to debit your predesignated bank account on the day of purchase, the Fund reserves the right to cancel the purchase. If your purchase is canceled, you will be responsible for any losses or fees imposed by your bank and losses that may be incurred as a result of a decline in the value of the canceled purchase. The Fund (or Fund agent) has the authority to redeem shares in your account(s) to cover any losses due to fluctuations in share price. Any profit on such cancellation will accrue to the Fund. Your investment in the Fund should be intended to serve as a long-term investment vehicle. The Fund is not designed to provide you with a means of speculating on the short-term fluctuations in the stock market. The Fund reserves the right to reject any purchase request that it regards as disruptive to the efficient management of the Fund, which includes investors with a history of excessive trading. The Fund also reserves the right to stop offering shares at any time.

### **Types of Account Ownership**

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You can establish the following types of accounts by completing a Shareholder Account Application:

- **Individual or Joint Ownership**

Individual accounts are owned by one person. Joint accounts have two or more owners.

- **A Gift or Transfer to Minor** (UGMA or UTMA) A UGMA/UTMA account is a custodial account managed for the benefit of a minor. To open an UGMA or UTMA account, you must include the minor's social security number on the application.

- **Trust** An established trust can open an account. The names of each trustee, the name of the trust and the date of the trust agreement must be included on the application.

- **Business Accounts** Corporation and partnerships may also open an account. The application must be signed by an authorized officer of the corporation or a general partner of a partnership.

- **IRA Accounts** See "Tax-Deferred Plans" on page 13.

### **Instructions For Opening and Adding to an Account**

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#### **TO OPEN AN ACCOUNT**

##### **By Mail**

Complete and sign the Shareholder Application or an IRA Application. Make your check payable to Castle Focus Fund.

- For IRA accounts, please specify the year for which the contribution is made.

##### **Mail or overnight the application and check to:**

Castle Focus Fund  
c/o Mutual Shareholder Services  
8000 Town Centre Drive, Suite 400  
Broadview Heights, Ohio 44147

## TO ADD TO AN ACCOUNT

### By Mail

Complete the investment slip that is included with your account statement, and write your account number on your check. If you no longer have your investment slip, please reference your name, account number, and address on your check.

### Mail or overnight the slip and the check to:

Castle Focus Fund  
c/o Mutual Shareholder Services  
8000 Town Centre Drive, Suite 400  
Broadview Heights, Ohio 44147

## TO OPEN AN ACCOUNT

### By Wire

Call 1-877-743-7820 for instructions and to obtain an investor account number or an IRA account number prior to wiring to the Fund.

## TO ADD TO AN ACCOUNT

### By Wire

Call 1-877-743-7820 for instructions.

## Telephone and Wire Transactions

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With respect to all transactions made by telephone, the Fund and its transfer agent will employ reasonable procedures to confirm that instructions communicated by telephone are genuine. Such procedures may include, among others, requiring some form of personal identification prior to acting upon telephone instructions, providing written confirmation of all such transactions, and/or tape recording all telephone instructions. If reasonable procedures are followed, then neither the Fund nor the transfer agent will be liable for any loss, cost, or expense for acting upon an investor's telephone instructions or for any unauthorized telephone redemption. In any instance where the Fund's transfer agent is not reasonably satisfied that instructions received by telephone are genuine, neither the Fund nor the transfer agent shall be liable for any losses which may occur because of delay in implementing a transaction.

If you purchase your initial shares by wire, the transfer agent first must have received a completed account application and issued an account number to you. The account number must be included in the wiring instructions as set forth on the previous page. The transfer agent must receive your account application to establish shareholder privileges and to verify your account information. Payment of redemption proceeds may be delayed and taxes may be withheld unless the Fund receives a properly completed and executed account application.

Shares purchased by wire will be purchased at the NAV next determined after the transfer agent receives your wired funds and all required information is provided in the wire instructions. If the wire is not received by 4:00 p.m. Eastern time, the purchase will be effective at the NAV next calculated after receipt of the wire.

## Tax-Deferred Plans

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If you are eligible, you may set up one or more tax-deferred accounts. A tax-deferred account allows you to shelter your investment income and capital gains from current income taxes. A contribution to certain of these plans may also be tax deductible. Tax-deferred accounts include retirement plans described below. Distributions from these plans are generally subject to an additional tax if withdrawn prior to age 59 1/2 or used for a nonqualifying purpose. Investors should consult their tax adviser or legal counsel before selecting a tax-deferred account.

**US Bank N.A.**, serves as the custodian for the tax-deferred accounts offered by the Fund. You will be charged an annual account maintenance fee of \$8 for each tax-deferred account you have with the Fund. You may pay the fee by check or have it automatically deducted from your account (usually in December). The custodian reserves the right to change the amount of the fee or to waive it in whole or part for certain types of accounts.

## Types of Tax-Deferred Accounts

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- **Traditional IRA**

An individual retirement account. Your contribution may or may not be deductible depending on your circumstances. Assets can grow tax-deferred and distributions are taxable as income.

- **Roth IRA**

An IRA with non-deductible contributions, tax-free growth of assets, and tax-free distributions for qualified distributions.

- **Spousal IRA**

An IRA funded by a working spouse in the name of a non-earning spouse.

- **SEP-IRA**

An individual retirement account funded by employer contributions. Your assets grow tax-deferred and distributions are taxable as income.

- **Keogh or Profit Sharing Plans**

These plans allow corporations, partnerships and individuals who are self-employed to make tax-deductible contributions of up to \$35,000 for each person covered by the plans.

- **403(b) Plans**

An arrangement that allows employers of charitable or educational organizations to make voluntary salary reduction contributions to a tax-deferred account.

- **401(k) Plans**

Allows employees of corporations of all sizes to contribute a percentage of their wages on a tax-deferred basis. These accounts need to be established by the trustee of the plan.

## Automatic Investment Plans

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By completing the Automatic Investment Plan section of the account application, you may make automatic monthly or quarterly investments (\$100 minimum per purchase) in the Fund from your bank or savings account. Your initial investment minimum is \$2,000 (Investor Class) or \$1,000 (Class C). Shares of the Fund may also be purchased through direct deposit plans offered by certain employers and government agencies. These plans enable a shareholder to have all or a portion of his or her payroll or Social Security checks transferred automatically to purchase shares of the Fund.

## FOR INVESTING

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### **Automatic Investment Plan**

For making automatic investments from a designated bank account.

### **Payroll Direct Deposit Plan**

For making automatic investments from your payroll check.

### **Dividend Reinvestment**

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All income dividends and capital gains distributions will be automatically reinvested in shares of the Fund unless you indicate otherwise on the account application or in writing.

### **Instructions For Selling Fund Shares**

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You may sell all or part of your shares on any day that the New York Stock Exchange is open for trading. Your shares will be sold at the next NAV per share calculated after your order is received in proper form by the transfer agent. The proceeds of your sale may be more or less than the purchase price of your shares, depending on the market value of the Fund's securities at the time of your sale. Your order will be processed promptly and you will generally receive the proceeds within seven days after receiving your properly completed request. The Fund will not mail any proceeds unless your investment check has cleared the bank, which may take up to fifteen calendar days. This procedure is intended to protect the Fund and its shareholders from loss. If the dollar or share amount requested is greater than the current value of your account, your entire account balance will be redeemed. If you choose to redeem your account in full, any automatic services currently in effect for the account will be terminated unless you indicate otherwise in writing.

### **Contingent Deferred Sales Charge ("CDSC")**

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When you sell Class C Shares, you will be charged a fee for any shares that have not been held for a sufficient length of time. These fees will be deducted from the money paid to you. See "Distribution Arrangements and Sales Charges."

## TO SELL SHARES

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### **By Mail**

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Write a letter of instruction that includes:

- The names(s) and signature(s) of all account owners.
- Your account number.
- The dollar or share amount you want to sell.
- Where to send the proceeds.
- If redeeming from your IRA, please note applicable withholding requirements.
- Obtain a signature guarantee or other documentation, if required.

### **Mail or overnight your request to:**

#### **Castle Focus Fund**

c/o Mutual Shareholder Services  
8000 Town Centre Drive, Suite 400  
Broadview Heights, Ohio 44147

You will automatically be granted telephone redemption privileges unless you decline them in writing or indicate on the appropriate section of the account application that you decline this option. Otherwise, you



may redeem Fund shares by calling 1-877-743-7820. Redemption proceeds will only be mailed to your address of record.

- You may only redeem a maximum of \$25,000 per day by telephone.
- You will not be able to redeem by telephone and have a check sent to your address of record for a period of 15 days following an address change.
- Unless you decline telephone privileges in writing or on your account application, as long as the Fund takes reasonable measures to verify the order, you may be responsible for any fraudulent telephone order.

For specific information on how to redeem your account, and to determine if a signature guarantee or other documentation is required, please call toll-free in the U.S. 1-877-743-7820.

### **Additional Redemption Information**

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#### **Signature Guarantees**

Signature guarantees are designed to protect both you and the Fund from fraud. A signature guarantee of each owner is required to redeem shares in the following situations:

- If you change ownership on your account.
- If you request the redemption proceeds to be sent to a different address than that registered on the account.
- If a change of address request has been received by the Transfer Agent within the last 15 days.
- If you wish to redeem \$25,000 or more from any shareholder account.

Signature guarantees can be obtained from most banks, savings and loan associations, trust companies, credit unions, broker/dealers, and member firms of a national securities exchange. Call your financial institution to see if they have the ability to guarantee a signature. **A notary public cannot provide signature guarantees.**

The Fund reserves the right to require a signature guarantee under other circumstances or to delay a redemption when permitted by Federal Law. For more information pertaining to signature guarantees, please call 1-877-743-7820.

#### **Redemptions In-Kind**

The Fund does not intend to redeem shares in any form except cash. However, if the amount you are redeeming is over the lesser of \$250,000 or 1% of the Fund's net asset value, the Fund has the right to redeem your shares by giving you the amount that exceeds the lesser of \$250,000 or 1% of the Fund's net asset value in securities instead of cash. In the event that an in-kind distribution is made, a shareholder may incur additional expenses, such as the payment of brokerage commissions, on the sale or other disposition of the securities received from the Fund.

#### **Corporate, Trust and Other Accounts**

Redemption requests from corporate, trust, and other accounts may require documents in addition to those described above, evidencing the authority of the officers, trustees or others. In order to avoid delays in processing redemption requests for these accounts, you should call the transfer agent at 1-877-743-7820 to determine what additional documents are required.

#### **Address Changes**

To change the address on your account, call the transfer agent at 1-877-743-7820 or send a written request signed by all account owners. Include the account number(s) and name(s) on the account and both the old and new addresses. Certain options may be suspended for a period of 15 days following an address change.

## **Transfer of Ownership**

In order to change the account registration or transfer ownership of an account, additional documents will be required. In order to avoid delays in processing these requests, you should call the transfer agent at 1-877-743-7820 to determine what additional documents are required.

## **Redemption Initiated by the Fund**

Because there are certain fixed costs involved with maintaining your account, the Fund may require you to redeem all of your shares if your account balance falls below \$500. After your account balance falls below the minimum balance, you will receive a notification from the Fund indicating its intent to close your account along with instructions on how to increase the value of your account to the minimum amount within 60 days. If your account balance is still below \$500 after 60 days, the Fund may close your account and send you the proceeds. This minimum balance requirement does not apply to accounts using automatic investment plans, to IRAs, and to other tax-sheltered investment accounts. The right of redemption by the Fund will not apply if the value of your account balance falls below \$500 because of market performance. All shares of the Fund are also subject to involuntary redemption if the Board of Trustees determines to liquidate the Fund. Any involuntary redemption will create a capital gain or loss, which may have tax consequences about which you should consult your tax adviser.

## **Shareholder Communications**

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### **Account Statements**

Every quarter, shareholders of the Fund will automatically receive regular account statements. You will also be sent a yearly statement detailing the tax characteristics of any dividends and distributions you have received.

### **Confirmations**

Confirmation statements will be sent after each transaction that affects your account balance or account registration.

### **Regulatory Mailings**

Financial reports will be sent at least semiannually. Annual reports will include audited financial statements. To reduce expenses, one copy of each report will be mailed to each taxpayer identification number even though the investor may have more than one account in the Fund.

## **Dividends and Distributions**

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The Fund intends to pay distributions on an annual basis and expects that distributions will consist primarily of capital gains. You may elect to reinvest income dividends and capital gain distributions in the form of additional shares of the Fund or receive these distributions in cash. Dividends and distributions from the Fund are automatically reinvested in the Fund, unless you elect to have dividends paid in cash. Reinvested dividends and distributions receive the same tax treatment as those paid in cash. If you are interested in changing your election, you may call the transfer agent at 1-877-743-7820 or send a written notification to:

Castle Focus Fund  
c/o Mutual Shareholder Services  
8000 Town Centre Drive, Suite 400  
Broadview Heights, Ohio 44147

## **Share Classes**

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### **Investor Shares**

Investor shares of the Fund are sold at NAV without an initial sales charge and are not subject to 12b-1 distribution fees. This means that 100% of your initial investment is placed into shares of the Fund. Investor shares require a minimum initial investment of \$4,000.

## **Class C Shares**

There is no sales charge imposed upon purchases of Class C Shares, but investors may be subject to a CDSC. Specifically, if you redeem Class C Shares of the Fund, your redemption may be subject to a 1.00% CDSC if the shares are redeemed less than one year after the original purchase of the Class C Shares. The CDSC will be assessed on an amount equal to the lesser of the current market value or the cost of the shares being redeemed.

## **Waiver of Sales Charges - Class C Shares**

The following qualify for waivers of sales charges:

- Distributions following the death or disability of shareholder.
- Redemptions representing the required minimum distribution from an IRA or a Custodial Account to a shareholder who has reached age 70 1/2.
- Redemptions representing the required minimum distribution from 401(k) retirement plans where such redemptions are necessary to make distributions to plan participants.

## **Distribution (12b-1) and Shareholder Service Fees**

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The Fund has adopted a Distribution Plan in accordance with Rule 12b-1 under the 1940 Act. Pursuant to the Distribution Plan, the Fund compensates the Distributor for services rendered and expenses borne in connection with activities primarily intended to result in the sale of the Fund's shares (this compensation is commonly referred to as "12b-1 fees"). This Distribution Plan provides that the Fund will pay the annual rate of 1.00% of the average daily net assets of the Fund's Class C Shares for activities primarily intended to result in the sale of those shares. These activities include reimbursement to entities for providing distribution and shareholder servicing with respect to the Fund's shares. The 1.00% for the Class C Shares is comprised of a 0.25% service fee and a 0.75% distribution fee. Because the 12b-1 fees are paid out of the Fund's assets on an on-going basis, these fees, over time, will increase the cost of your investment and may cost you more than paying other types of sales charges.

## **Market Timing**

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The Fund discourages market timing. Market timing is an investment strategy using frequent purchases, redemptions and/or exchanges in an attempt to profit from short term market movements. Market timing may result in dilution of the value of Fund shares held by long term shareholders, disrupt portfolio management and increase Fund expenses for all shareholders. To discourage large and frequent short-term trades by investors, and to compensate the Fund for costs that may be imposed by such trades, the Fund imposes a redemption fee of 2.00% of the total redemption amount (calculated at market value) if you sell or exchange your shares after holding them for 90 days or less. The redemption fee is paid directly to the Fund and is designed to offset brokerage commissions, market impact, or other costs that may be associated with short-term trading.

The following types of redemptions and exchanges are exempt from the redemption fee:

- Redemption of shares purchased through Plan participant payroll or employer contributions;
- Redemption of shares purchased through reinvestment of dividends or capital gain distributions;
- Redemptions in connection with asset allocation programs that offer automatic re-balancing; wrap-fee accounts and similar types of accounts or programs; and certain types of 401(k) or other retirement accounts that provide default investment options;
- Redemptions following the death of a shareholder or the settler of a living trust that is the registered shareholder of an account, for shares held in the account at the time of death.

The Board of Trustees also has adopted a policy directing the Fund to reject any purchase order with respect to one investor, a related group of investors or their agent(s), where it detects a pattern of purchases and sales of the Fund that indicates market timing or trading that it determines is abusive. This policy applies uniformly to all Fund shareholders. While the Fund attempts to deter market timing, there is no assurance that it will be able to identify and eliminate all market timers. For example, certain accounts called "omnibus accounts" include multiple shareholders. Omnibus accounts typical-

ly provide the Fund with a net purchase or redemption request on any given day where purchasers of Fund shares and redeemers of Fund shares are netted against one another and the identity of individual purchasers and redeemers whose orders are aggregated are not known by the Fund. The netting effect often makes it more difficult for the Fund to detect market timing, and there can be no assurance that the Fund will be able to do so. The Fund may invest in foreign securities, and small to mid capitalization companies, and therefore may have additional risks associated with market timing. Because the Fund may invest in securities that are, among other things, priced on foreign exchanges, thinly traded, traded infrequently or relatively illiquid, the Fund has the risk that the current market price for the securities may not accurately reflect current market values. This can create opportunities for market timing by shareholders. For example, securities trading on overseas markets present time zone arbitrage opportunities when events effecting portfolio security values occur after the close of the overseas market, but prior to the close of the U.S. market. A shareholder may seek to engage in short-term trading to take advantage of these pricing differences, and therefore could dilute the value of Fund shares held by long term shareholders, disrupt portfolio management and increase Fund expenses for all shareholders.

## **Taxes**

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Fund dividends and distributions are taxable to most investors (unless your investment is in an IRA or other tax-advantaged account). Dividends paid by the Fund out of net ordinary income and distributions of net short-term capital gains are taxable to the shareholders as ordinary income.

Distributions by the Fund of net long-term capital gains to shareholders are generally taxable to the shareholders at the applicable long-term capital gains rate, regardless of how long the shareholder has held shares of the Fund.

Redemptions of shares of the Fund are taxable events which you may realize as a gain or loss. The amount of the gain or loss and the rate of tax will depend mainly upon the amount paid for the shares, the amount received from the sale, and how long the shares were held.

The Fund's distributions may be subject to federal income tax whether received in cash or reinvested in additional shares. In addition to federal taxes, you may be subject to state and local taxes on distributions.

Because everyone's tax situation is unique, always consult your tax professional about federal, state, and local tax consequences of an investment in the Fund.

**Cost Basis Reporting.** As of January 1, 2012, federal law requires that mutual fund companies report their shareholders' cost basis, gain/loss, and holding period to the Internal Revenue Service on the Fund's shareholders' Consolidated Form 1099s when "covered" securities are sold. Covered securities are any regulated investment company and/or dividend reinvestment plan shares acquired on or after January 1, 2012.

The Fund has chosen average cost as its standing (default) tax lot identification method for all shareholders. A tax lot identification method is the way the Fund will determine which specific shares are deemed to be sold when there are multiple purchases on different dates at differing net asset values, and the entire position is not sold at one time. The Fund's standing tax lot identification method is the method covered shares will be reported on your Consolidated Form 1099 if you do not select a specific tax lot identification method. You may choose a method different than the Fund's standing method and will be able to do so at the time of your purchase or upon the sale of covered shares. Please refer to the appropriate Internal Revenue Service regulations or consult your tax advisor with regard to your personal circumstances.

**General Disclaimer.** For those securities defined as "covered" under current Internal Revenue Service cost basis tax reporting regulations, the Fund is responsible for maintaining accurate cost basis and tax lot information for tax reporting purposes. The Fund is not responsible for the reliability or accuracy of the information for those securities that are not "covered." The Fund and its service

providers do not provide tax advice. You should consult independent sources, which may include a tax professional, with respect to any decisions you may make with respect to choosing a tax lot identification method.

#### **Other Fund Service Providers**

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##### **Investment Adviser**

Castle Investment Management, LLC

##### **Sub-Adviser**

St. James Investment Company, LLC

##### **Custodian**

US Bank N.A.

##### **Distributor**

Rafferty Capital Markets, LLC

##### **Fund Administrator**

Premier Fund Solutions, Inc.

##### **Independent Registered**

##### **Public Accounting Firm**

Cohen Fund Audit Services, Ltd.

##### **Legal Counsel**

The Law Offices of John H. Lively & Associates Inc.,  
a member firm of The 1940 Act Law Group™

##### **Transfer Agent**

Mutual Shareholder Services, L.L.C.

## **PRIVACY NOTICE**

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The following is a description of the Fund's policies regarding disclosure of nonpublic personal information that you provide to the Fund or that the Fund collects from other sources. In the event that you hold shares of the Fund through a broker-dealer or other financial intermediary, the privacy policy of your financial intermediary would govern how your nonpublic personal information would be shared with unaffiliated third parties.

**Categories of Information the Fund Collects.** The Fund collects the following non-public personal information about you:

- Information the Fund receives from you on or in applications or other forms, correspondence, or conversations (such as your name, address, phone number, social security number, assets, income and date of birth); and
- Information about your transactions with the Fund, its affiliates, or others (such as your account number and balance, payment history, parties to transactions, cost basis information, and other financial information).

**Categories of Information the Fund Discloses.** The Fund does not disclose any non-public personal information about their current or former shareholders to unaffiliated third parties, except as required or permitted by law. The Fund is permitted by law to disclose all of the information it collects, as described above, to their service providers (such as the Fund's custodian, administrator and transfer agent) to process your transactions and otherwise provide services to you.

**Confidentiality and Security.** The Fund restricts access to your nonpublic personal information to those persons who require such information to provide products or services to you. The Fund maintains physical, electronic, and procedural safeguards that comply with federal standards to guard your nonpublic personal information.

## Financial Highlights

The following financial highlight tables are intended to help you understand the Fund's financial performance since inception. Certain information reflects financial results for a single Fund share. The total returns in the table represent the rate you would have earned (or lost) on an investment in the Fund (assuming reinvestment of all dividends and distributions). The financial information has been audited by Cohen Fund Audit Services, Ltd., the Fund's independent registered public accounting firm, whose report, along with the Fund's financial statements, is included in the Fund's annual report, which is available upon request.

### Financial Highlights - Investor Shares

Selected data for a share outstanding throughout the period:

|  | 7/1/2011<br>to<br>6/30/2012 | 7/1/2010*<br>to<br>6/30/2011 |
|--|-----------------------------|------------------------------|
| Net Asset Value -  |                             |                              |
| Beginning of Period  | \$ 17.44                    | \$ 15.00                     |
| Net Investment Income/(Loss) <sup>(a)</sup>                    | 0.14                        | 0.15                         |
| Net Gains or Losses on Securities<br>(realized and unrealized) | <u>0.56</u>                 | <u>2.30</u>                  |
| Total from Investment Operations                               | <u>0.70</u>                 | <u>2.45</u>                  |
| Proceeds from Redemption Fees                                  | - +                         | - +                          |
| Distributions (From Net Investment Income)                     | (0.03)                      | (0.01)                       |
| Distributions (From Capital Gains)                             | <u>(0.07)</u>               | <u>- +</u>                   |
| Total Distributions  | (0.10)                      | (0.01)                       |
| Net Asset Value -  |                             |                              |
| End of Period  | <u>\$ 18.04</u>             | <u>\$ 17.44</u>              |
| Total Return <sup>(b)</sup>                                    | 4.04%                       | 16.34%                       |
| Ratios/Supplemental Data                                       |                             |                              |
| Net Assets - End of Period (Thousands)                         | 100,668                     | 26,624                       |
| Before Reimbursement   |                             |                              |
| Ratio of Expenses to Average Net Assets                        | 1.58%                       | 1.58%                        |
| Ratio of Net Investment Income/(Loss) to Average Net Assets    | 0.63%                       | 0.86%                        |
| After Reimbursement  |                             |                              |
| Ratio of Expenses to Average Net Assets                        | 1.45%                       | 1.58%                        |
| Ratio of Net Investment Income/(Loss) to Average Net Assets    | 0.76%                       | 0.86%                        |
| Portfolio Turnover Rate  | 24.38%                      | 39.80%                       |

\* Commencement of operations.

+ Amount was less than \$0.005 per share.

(a) Based on Average Shares Outstanding.

(b) Total return in the above table represents the rate that the investor would have earned or lost on an investment in the Fund assuming reinvestment of dividends.

## Financial Highlights - Class C

Selected data for a share outstanding throughout the period:

|  | 7/1/2011<br>to<br>6/30/2012 | 7/1/2010*<br>to<br>6/30/2011 |
|--|-----------------------------|------------------------------|
| Net Asset Value -<br>Beginning of Period                       | \$ 17.29                    | \$ 15.00                     |
| Net Investment Income/(Loss) <sup>(a)</sup>                    | (0.04)                      | (0.03)                       |
| Net Gains or Losses on Securities<br>(realized and unrealized) | 0.55                        | 2.32                         |
| Total from Investment Operations                               | <u>0.51</u>                 | <u>2.29</u>                  |
| Proceeds from Redemption Fees                                  | - +                         | -                            |
| Distributions (From Net Investment Income)                     | -                           | -                            |
| Distributions (From Capital Gains)                             | (0.07)                      | - +                          |
| Total Distributions  | <u>(0.07)</u>               | <u>-</u>                     |
| Net Asset Value -<br>End of Period                             | <u>\$ 17.73</u>             | <u>\$ 17.29</u>              |
| Total Return <sup>(b)</sup>                                    | 2.98%                       | 15.27%                       |
| Ratios/Supplemental Data                                       |                             |                              |
| Net Assets - End of Period (Thousands)                         | 7,510                       | 2,608                        |
| Before Reimbursement   |                             |                              |
| Ratio of Expenses to Average Net Assets                        | 2.58%                       | 2.58%                        |
| Ratio of Net Investment Income/(Loss) to Average Net Assets    | -0.36%                      | -0.19%                       |
| After Reimbursement  |                             |                              |
| Ratio of Expenses to Average Net Assets                        | 2.45%                       | 2.58%                        |
| Ratio of Net Investment Income/(Loss) to Average Net Assets    | -0.23%                      | -0.19%                       |
| Portfolio Turnover Rate  | 24.38%                      | 39.80%                       |

\* Commencement of operations.

+ Amount was less than \$0.005 per share.

(a) Based on Average Shares Outstanding.

(b) Total return in the above table represents the rate that the investor would have earned or lost on an investment in the Fund assuming reinvestment of dividends.

## Where To Go For Information

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For shareholder inquiries, please call toll-free in the U.S. at 1-877-743-7820.

You will also find more information about the Fund on our website at [www.castleim.com](http://www.castleim.com) or in the following documents:

### Statement of Additional Information

The Statement of Additional Information contains additional and more detailed information about the Fund, and is considered to be a part of this Prospectus. Additional information about the Fund's investments is available in the Fund's annual and semi-annual reports to shareholders. In the Fund's annual report, you will find a discussion of the market conditions and investment strategies that significantly affected the Fund's performance during its last fiscal year. **There are three ways to get a copy of these documents.**

1. Call or write for one, and a copy will be sent without charge.

Castle Focus Fund  
c/o Mutual Shareholder Services  
8000 Town Centre Drive, Suite 400  
Broadview Heights, Ohio 44147  
1-877-743-7820  
[www.castleim.com](http://www.castleim.com)

2. Call or write the Public Reference Section of the Securities and Exchange Commission ("SEC") and ask them to mail you a copy. The SEC charges a fee for this service. You can also review and copy information about the Fund in person at the SEC Public Reference Room in Washington D.C.

Public Reference Section of the SEC  
Washington D.C. 20549-1520  
1-202-551-8090

Copies of these documents may also be obtained, after paying a duplication fee, by electronic request at the following e-mail address: [publicinfo@sec.gov](mailto:publicinfo@sec.gov)

3. Go to the SEC's website ([www.sec.gov](http://www.sec.gov)) and download a text-only version.

PFS FUNDS SEC file number 811-09781

No dealer, salesman, or other person has been authorized to give any information or to make any representations, other than those contained in this Prospectus, and, if given or made, such other information or representations must not be relied upon as having been authorized by the Funds or the Adviser. This Prospectus does not constitute an offering in any state in which such offering may not lawfully be made.

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## Castle Focus Fund

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