

RS Small Cap Growth Fund: Fact Card

(Class A) (formerly RS Emerging Growth Fund)(RSEGX)

Q209

All performance data as of 06/30/09

Objective

- Capital appreciation.

Investment Strategy

The Fund invests principally in smaller, rapidly growing emerging companies.

Co-Portfolio Managers

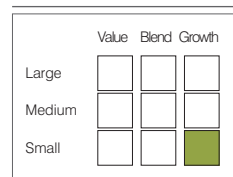
Steve Bishop - 17 years of investment management experience, managed the Fund since January 2007.

Melissa Chadwick-Dunn - 15 years of investment management experience, managed the Fund since January 2007.

Allison Thacker - 11 years of investment management experience, managed the Fund since January 2007.

Scott Tracy, CFA - 12 years of investment management experience, managed the Fund since January 2007.

Role in Portfolio



Style box breakdowns reflect fund management's long-term targeted investment strategy classifications.

Source: Guardian Investor Services LLC

Risk Factors

As with all mutual funds, the value of an investment in the Fund could decline, so you could lose money. Investing in smaller companies can involve risks such as having less publicly available information, higher volatility, and less liquidity than in the case of larger companies. Overweighting investments in certain sectors or industries increases the risk of loss due to general declines in the prices of stocks in those sectors or industries. Investments in technology companies may be highly volatile.

Performance

(Average Annual Total Returns as of 06/30/09)

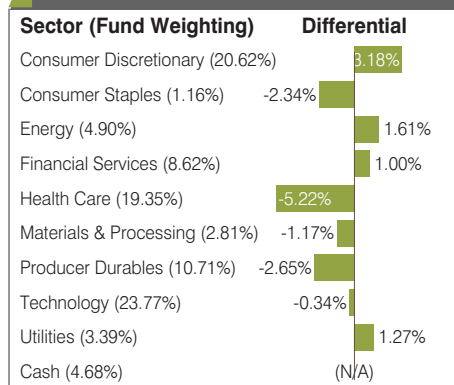
	Second Quarter 2009	1-Year	3-Year	5-Year	10-Year	Since Inception (11/30/87)
RS Small Cap Growth Fund, Class A						
without sales charge	18.99%	-25.14%	-8.38%	-2.52%	-1.84%	11.86%
with sales charge	13.35%	-28.69%	-9.85%	-3.47%	-2.32%	11.60%
Russell 2000® Growth Index¹	23.38%	-24.85%	-7.83%	-1.32%	-0.89%	6.74%

Performance returns for periods of less than one year are not annualized.

Performance quoted represents past performance and does not guarantee future results. Investment return and principal value will fluctuate, so shares, when redeemed, may be worth more or less than their original cost. Please keep in mind that any high double-digit returns are highly unusual and cannot be sustained. The Fund's total gross annual operating expense ratio as of the most current prospectus for the Class A Shares is 1.51%. The performance quoted "with maximum sales charge" reflects the current maximum sales charge of 4.75% that became effective on October 9, 2006. Please read the prospectus carefully for more information on sales charges as they do not apply in all cases and if applied are reduced for larger purchases. Certain share classes are subject to lower maximum sales charges whether paid at the time of purchase or deferred. A "deferred sales charge" also known as "back end load" or "CDSC" is incurred when liquidating class A (over \$1 million), C, or K shares before a specified holding period. Any sales charges are in addition to the fund's fees and expenses as detailed in the Fund's most current prospectus. Fees and expenses are factored into the net asset value of your shares and any performance numbers we release. Performance results assume the reinvestment of dividends and capital gains. Current and monthend performance information, which may be lower or higher than that cited and is available by contacting RS Investments at 800-766-3863 and is frequently updated on our Web site: www.RSinvestments.com.

Sector Allocation²

Fund vs. Index[†] Differential



Top Ten Holdings³

As of 06/30/09

Digital River, Inc.	1.95%
MedAssets, Inc.	1.86%
Ctrip.com International Ltd., ADR	1.83%
P.F. Chang's China Bistro, Inc.	1.82%
VistaPrint Ltd.	1.79%
Urban Outfitters, Inc.	1.67%
3PAR, Inc.	1.62%
j2 Global Communications, Inc.	1.57%
United Therapeutics Corp.	1.54%
Guess?, Inc.	1.51%
Total	17.16%

[†]Russell 2000® Growth Index

Fund Data vs Benchmark

As of 06/30/09

	Fund	Russell 2000® Growth Index
Weighted Average Market Capitalization	\$1,549 (mil)	\$821 (mil)
Alpha [†] *	-1.10	—
Beta [†] *	0.93	1.00
R ² [†] *	0.90	1.00
Information Ratio [†] *	-0.07	—
Sharpe Ratio*	-0.49	-0.46
Sortino Ratio*	-0.60	-0.56
R2 [†] * to S&P 500	0.80	—
Portfolio Turnover Ratio - most recent calendar year	178	—
Number of Positions	99	—
Assets	\$297,775,612	—

[†]Risk characteristics are relative to the Russell 2000® Growth Index as of 06/30/09, and for the three-year period where appropriate. Please see reverse side for more information on data measurement explanations.

Fees and Expenses

As of the most current prospectus

Share Class	Maximum Sales Charge (Load) Imposed on Purchases (as a percentage of the offering price)	Maximum Deferred Sales Charge (Load) (as a percentage of the lower of sales proceeds or the original price)	Management Fees	Distribution (12b-1) Fees	Other Expenses	Acquired Fund Fees and Expenses ⁷	Total Annual Fund Operating Expenses
Class A	4.75% ⁴	None ⁵	0.95%	0.25%	0.29%	0.02%	1.51%
Class C	None	1.00% ⁶	0.95%	1.00%	1.16%	0.02%	3.13%
Class K	None	None	0.95%	0.65%	0.80%	0.02%	2.42%

Share Class Information

As of 06/30/09

Share Class	CUSIP	Ticker	Inception Date
Class A	74972H101	RSEGX	11/30/87
Class C	74972H572	REGWX	09/06/07
Class K	74972H812	RSEKX	01/22/07

1 The Russell 2000[®] Growth Index is an unmanaged market-capitalization-weighted index that measures the performance of those companies in the Russell 2000[®] Index with higher price-to-book ratios and higher forecasted growth values. (The Russell 2000[®] Index measures the performance of the 2,000 smallest companies in the Russell 3000[®] Index, which consists of the 3,000 largest U.S. companies based on total market capitalization.) Index results assume the reinvestment of dividends paid on the stocks constituting the index. You may not invest in the index, and, unlike the Fund, the index does not incur fees and expenses.

2 The Fund's holdings are allocated to each sector based on their Russell classification. If a holding is not classified by Russell, it is assigned a Russell designation by RS Investments. Cash includes short-term investments and net other assets and liabilities.

3 Portfolio holdings are subject to change and should not be considered a recommendation to buy or sell individual securities.

4 You may be entitled to a sales load discount based on the amount you invest or you may be eligible for a sales load waiver. You will pay no initial sales load on purchases of \$1 million or more of Class A shares.

5 Contingent deferred sales load of 1.00% applies to purchases of \$1 million or more of Class A shares if these shares are sold within 18 months of purchase. Certain redemptions and distributions are not subject to this load. See the Statement of Additional Information for details.

6 Contingent deferred sales load applies for shares sold within one year of purchase.

7 The amounts indicated are expenses indirectly incurred by the Fund through investments in certain pooled investment vehicles for the fiscal year ended December 31, 2008.

* Alpha is a statistical measurement used to quantify the value added or subtracted by a portfolio manager. Specifically, alpha measures the portfolio's actual return against the portfolio's expected return given the risk of the portfolio as defined by its beta.

* Beta is a statistical measurement of a portfolio's relative sensitivity to the benchmark, which acts as a proxy for market risk. The beta between a portfolio and its benchmark is the amount of units the portfolio will move when the benchmark moves one unit.

* R² is a statistical measurement that shows the percentage of a portfolio's movements that can be explained by the movement in the benchmark. The numerical value of a portfolio's R² is always between 0 and 1. An R² of 1 (or 100%) means that there is perfect correlation in the movement between the portfolio and the benchmark.

* Information Ratio is a measure of the value added per unit of active risk by a manager over the benchmark. The Information Ratio is calculated by dividing the annualized excess return over a benchmark by the annualized standard deviation of excess return.

* Sharpe Ratio is a statistical measurement of the risk-adjusted performance of the portfolio. The ratio is calculated by dividing a portfolio's excess return over the risk-free rate (generally a 3-month T-bill) by the standard deviation of its excess returns. This approximates a portfolio's reward per unit of risk.

* Sortino Ratio is a measure of risk-adjusted performance similar to the Sharpe ratio, but uses the standard deviation of only negative excess returns as the denominator. The numerator is the excess return over a fixed "minimum acceptable return" (MAR) (The MAR should be 6%).

RS Funds are sold by prospectus only. The prospectus contains important information, including risks, fees and expenses. You should read the prospectus carefully before investing or sending money. Please consider the fund's investment objectives, risks, charges and expenses carefully before investing. The prospectus contains this and other important information about RS Funds. To obtain a prospectus please call 800-766-3863 or visit our Web site www.RSinvestments.com.

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