

RS Strategic Income Fund

(Class A) (RSIAX)

Fourth Quarter 2011

All data as of December 31, 2011

Fund Facts

Objective

- High current income with a secondary objective of capital appreciation.

Investment Strategy

- The Fund may invest in fixed-income obligations of any kind, including, U.S. and foreign investment-grade and below investment-grade securities, and of any maturity. Allocation will be based on detailed analysis of market, economic, political, and other factors, and of the potential to provide high current income and/or capital appreciation.

Investment Team

RS Strategic Income Fund is sub-advised by Guardian Investor Services LLC and is co-managed by Leslie Barbi, Kevin Booth, Howard Chin, Robert Crimmins, Marc Gross, and Jonathan Jankus. All of the co-managers are members of the RS Fixed Income Team. The RS Fixed Income Team consists of 35 seasoned investment professionals who, on average, have over 20 years of investment experience.

Share Class: Ticker Symbol

A: RSIAX C: RSICX K: RINKX Y: RSRYX

Fees and Expenses

Share Class	Gross Expenses ²	Net Expenses ²
A	1.20%	0.65%
C	1.99%	1.44%
K	1.57%	1.02%
Y	0.87%	0.32%

Portfolio Statistics (Class A)

Average Maturity (years)	5.93
Average Duration ³	4.04
30-Day SEC Yield (with subsidy) ⁴	4.52%
30-Day SEC Yield (w/o subsidy) ⁴	3.99%

Yields will vary.

Risk Factors

As with all mutual funds, the value of an investment in the Fund could decline, so you could lose money. Bond funds are subject to interest rate risk, credit risk and prepayment risk. When interest rates rise, bond prices generally fall, and when interest rates fall, bond prices generally rise. Currently, interest rates are at relatively low levels. In this kind of environment the risk that bond prices may fall is potentially greater. High yield bond investing includes special risks. Investments in lower rated and unrated debt securities are subject to a greater loss of principal and interest than investments in higher rated securities. The value of mortgage-backed securities depends on the credit quality and adequacy of the underlying assets or collateral and may be highly volatile. Derivative transactions can create leverage and may be highly volatile. International investing involves special risks, which include changes in currency rates, foreign taxation and differences in auditing standards and securities regulations, political uncertainty and greater volatility.

Performance

Performance

(Average Annual Total Returns)

	Fourth Quarter 2011	YTD	1 Year	Since Inception (12/31/09)
RS Strategic Income, Class A				
without sales charge	3.23%	5.66%	5.66%	7.29%
with sales charge (max 3.75%)	-0.68%	1.71%	1.71%	5.24%
Barclays Capital U.S. Aggregate Bond Index¹	1.12%	7.84%	7.84%	7.19%
Lipper Multi-Sector Income Funds Average¹	2.56%	2.89%	2.89%	N/A

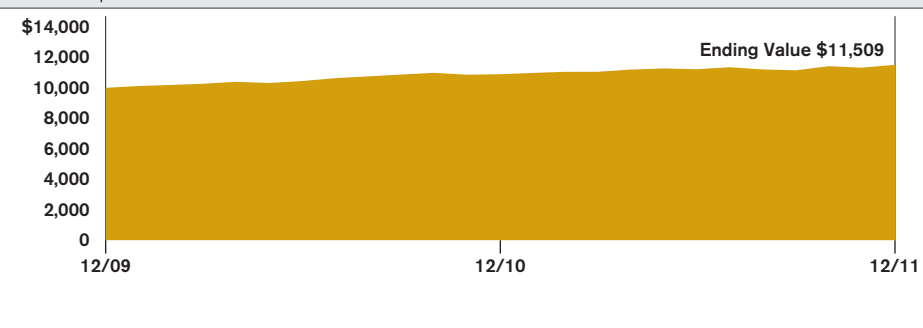
Performance returns for periods of less than one year are not annualized.

Performance quoted represents past performance and does not guarantee future results. Please note that the performance shown is since the Fund's inception on 12/31/2009. Because the performance shown is for a short period of time, it is provided for informational purposes only and should not form the basis for an investment decision. Investment return and principal value will fluctuate, so shares, when redeemed, may be worth more or less than their original cost. The Fund's total gross/net annual operating expense ratio as of the most current prospectus for Class A shares is 1.20%/0.65%. The net expense ratio reflects a written expense limitation agreement with RS Investments which will continue through 4/30/12. Class A performance quoted "with maximum sales charge" reflects the current maximum sales charge of 3.75%. Current performance may be lower or higher than performance data quoted. Performance current to the most recent month-end is available by contacting RS Investments at 800-766-3863 and is frequently updated on our Web site: www.RSinvestments.com.

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. 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. Total return figures reflect an expense limitation in effect during the periods shown. Without such limitation, the performance shown would have been lower. Performance results assume the reinvestment of dividends and capital gains. The return figures shown do not reflect the deduction of taxes that a shareholder may pay on Fund distributions or the redemption of Fund shares.

Growth of a \$10,000 Investment (Class A shares without sales charge)

Since Inception: 12/31/09



This illustration is based on an initial investment of \$10,000 in Class A shares made on 12/31/09. The illustration represents those of Class A shares without the imposition of any sales charges. If sales charges were included, returns would be lower. Please keep in mind that high, double-digit and/or triple-digit returns are highly unusual and cannot be sustained. Results are hypothetical.

Performance for other share classes will vary.

Calendar-Year Total Return (%)

Class A

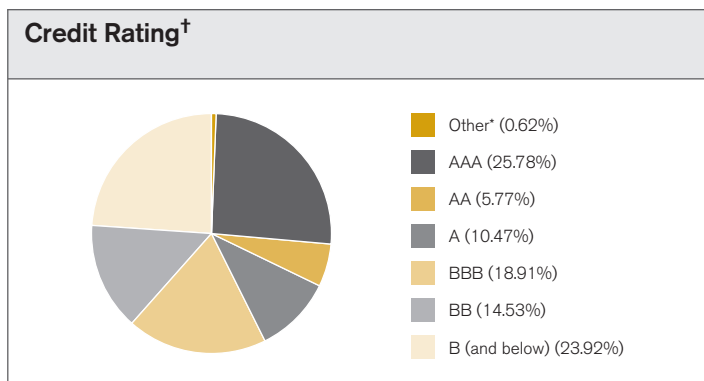
2010	2011
8.93	5.66

Please note: High, double-digit and/or triple-digit returns are highly unusual and cannot be sustained. Investors should be aware that these returns were primarily achieved during favorable market conditions.

Returns represent those of Class A shares at net asset value, without the imposition of any sales charges but with dividends and capital gains reinvested from each time period. If sales charges were included, returns would be lower. Performance for other share classes will vary. This information is provided to assist you in assessing the risks of investing in the Fund and to demonstrate how the Fund's performance varies from year to year.

Portfolio Information

Top Ten Holdings ⁵			
	Coupon Rate	Maturity Date	Percentage of Total Net Assets
FNMA - MBS	3.500%	1/12/41	2.86%
FNMA - MBS	4.000%	1/12/41	2.79%
FNMA - MBS	4.500%	1/12/41	1.93%
Mexican Bonos	7.250%	12/15/16	1.62%
U.S. Treasury Bonds	3.750%	8/15/41	1.37%
Kinetic Concepts, Inc.	7.000%	5/4/18	1.22%
Immucor, Inc.	7.250%	8/17/18	1.21%
BJ's Wholesale Club, Inc.	7.000%	9/28/18	1.21%
Gibson Energy	5.750%	6/15/18	1.20%
Sequa Corp.	3.630%	12/3/14	1.17%
Total			16.59%



*Includes other assets and liabilities

† The credit rating chart displays the % of fund assets allocated to each rating. Rating agencies' independent ratings of individual securities are aggregated by Barclays and market weights are reported using Standard & Poor's letter rating conventions. Rating methodology uses the middle rating of Moody's, Standard & Poor's and Fitch. When a rating from only two of the rating agencies is available the lower rating is used.

1 The Barclays Capital U.S. Aggregate Bond Index is generally considered to be representative of U.S. bond market activity. The Barclays Capital U.S. Aggregate Bond Index is an unmanaged index that is not available for direct investment and there are no expenses associated with the index while there are expenses associated with the Fund. The Lipper Multi-Sector Income Fund Index Objective Average is the average of all the funds in the group in existence in the Lipper database for the periods, and does not reflect the deduction for sales charges.

2 An expense limitation determined after taking into account any other expense limitations or fee waivers, including without limitation any reduction of management fees, with respect to the Fund's Total Annual Fund Operating Expenses is imposed pursuant to a written agreement in effect through April 30, 2012. "Net Expenses" reflect the effect of this expense limitation on Total Annual Fund Operating Expenses.

3 Duration is a measure of bond price's sensitivity to a given change in interest rates for a specific currency. Generally, the longer a bond's duration, the greater the price sensitivity to a change in interest rates. Because the RS Strategic Income Fund can have exposure to bonds that are denominated in a foreign currency, the average duration is the simple US\$ market-weighted average of individual currency durations for non-\$ positions and is not intended as a measure of sensitivity to interest rate movements in any particular currency.

4 SEC Yield: With and Without Subsidy figures are provided overleaf. SEC Yield is a standard yield calculation developed by the Securities and Exchange Commission (SEC) that allows for fairer comparisons of bond funds. It is based on the most recent 30-Day period covered by the fund's filings with the SEC. The yield figure reflects the dividends and interest earned

Sector Allocation ⁶	
Fund Weightings	%
Treasury/Agency	1.01
Investment Grade Credit	19.88
High Yield Credit	34.14
Agency MBS	9.65
Non Agency MBS	12.40
ABS	0.97
CMBS	9.51
Global - Non USD	9.81
Other	2.02
Cash & Equivalents	0.62

*Includes other assets and liabilities

Fund Data	
Number of Positions	191
Assets	\$82,694,778

during the period, after the deduction of the fund's expenses. This is also referred to as the "standardized yield."

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

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

RS Funds are sold by prospectus only. You should carefully consider the investment objectives, risks, charges and expenses of the RS Funds before making an investment decision. The prospectus contains this and other important information. Please read it carefully before investing or sending money. A prospectus can be obtained by calling 800-766-3863 or by visiting www.RSinvestments.com.

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