



Market Commentary

30 September 2011

Dear Fellow Shareholder,

The US equity market suffered its worst quarter since the 2008 financial crisis, with the S&P 500 Index falling (13.87%). Smaller capitalization stocks, as represented by the Russell 2000 Growth and Russell Micro Cap Growth Indexes, declined (22.25%) and (23.78%) respectively. Volatility, as measured by the VIX, was up +160.05%. The Utilities and Consumer Staples sectors were the best performing of the S&P 500 Index, returning +1.55% and falling (4.19%) respectively. Materials and Financials were the weakest sectors, declining (24.52%) and (22.80%) respectively. With the second quarter ending on a strong note, the market outlook became momentarily less negative. However, as the US market returned from its Independence Day holiday weekend, it was hit with a swath of disappointing macro data and mounting fears of the US debt situation. The underwhelming debt ceiling resolution and S&P's US sovereign credit downgrade blew the doors wide open for continued rhetoric surrounding the risk for a potential double-dip recession. The Fed responded by affirming a low-rate environment through mid-2013. All the while, the European credit crisis was taking its toll in the US market, to which the European Central Bank ("ECB") responded with its own version of QE through a round of bond buying. Still, doubt continued to build which compromised any quick resolution to the "confidence crisis." The fear of a hard landing has become so prevalent, that the market ignored US economic data that suggested the slowing recovery was again picking up steam. A jump in employment, increased business activity and rising consumer sentiment did little to quell fears of a worst case outcome. By the end of September, US stocks posted their worst quarterly performance since the 2008 financial crisis.

The quarterly results for the PineBridge Funds were disappointing, as the US Micro Cap and US Small Cap Growth Funds underperformed their respective benchmarks. Both the US Micro Cap Growth Fund and the US Small Cap Growth Fund underperformed due to the negative impact from global de-risking. Technology and Producer Durables struggled during the quarter, led by a broader sell-off across these sectors. Specifically, in the US Small Cap Growth Fund, Financial Services and Healthcare were standout performing sectors due to the returns from core names in Consumer Lending and Pharmaceuticals.

Lastly, on September 19, 2011, we listed the PineBridge US 25 Equity Fund under two share classes. Class I shares will bear the ticker, PBUIX, and the Class R shares will bear the ticker, PBURX. We are excited to launch this Fund, which is a true representation of our Focus investment approach, and we very much appreciate your continued support and confidence in entrusting us with your investments.

Please read our Fund Commentaries for detailed information on holdings that meaningfully affected each Fund's performance for the quarter, as well as new additions and investment themes.

We continue to believe that strong fundamentals should be rewarded once high equity correlations decline and markets become more rational with improved visibility.

Market Outlook

Although irrational and fear-induced market behavior intensified throughout the quarter, we remain firm on the companies in which we invest, which have continued to show strong fundamental trends and increasingly attractive valuations. Despite the changes we have made to the portfolio, our bottom-up evaluation of the market still points to the decoupled nature of the market in which strong corporate fundamentals are being ignored. We continue to believe that strong fundamentals should be rewarded once high equity correlations decline and markets become more rational with improved visibility.

Sincerely,

Jamie Cuellar, CFA
Portfolio Manager

Dan Neuger
Portfolio Manager

For Further Information: (800) 426-9157 | www.pinebridge.com/mutualfunds

PineBridge US Micro Cap Growth Fund Quarterly Review

Jamie Cuellar, CFA
Portfolio Manager

Micro cap stocks were pummeled this quarter as risk avoidance and poor market liquidity drove these stocks to lower levels. The Fund underperformed its benchmark, the Russell Micro Cap Growth. The cyclical parts of the portfolio, mainly Technology and Producer Durables which were overweight during the quarter, struggled during the massive sell off.

The Fund's performance this quarter is disappointing to say the least. While the portfolio did contain – and dearly paid for – a few companies that experienced fundamental disappointments due to poor execution, there are also a lot of solid companies that have been executing quite well against the opportunities they have in front of them. Although these companies have not seen declines in earnings estimates or changes in their fundamental outlooks, they have experienced sharp share price declines due to global de-risking. We remain steadfast in our process of investing in companies we believe have solid growth opportunities and where the valuation is not reflected correctly in the public market.

Allot Communications (ALLT) was the Fund's worst performer for the period. After posting solid second quarter results at the end of July with great guidance, the company announced a secondary equity offering to raise some funds for acquisitions and take out an early Venture Capital ("VC") investor. The offering was pulled shortly thereafter due to market conditions, but the overhang of a potential offering weighed on the stock. The stock remains in the portfolio as street estimates have continued to increase and the company continues to have a substantial opportunity to penetrate additional global wireless carriers with their deep packet inspection technology.

Magma Design Automation (LAVA) was another disappointing stock this quarter. As a provider of electronic design automation software for the semiconductor industry, the Company had been a very consistent performer over the past couple of years as they changed their revenue model to almost entirely subscription based. Unfortunately, they have a new yield improvement offering that is not sold on a subscription basis and there has been a delay in the initial ramp in the product. While earnings estimates moved down by a penny to \$.39 for this fiscal year, the P/E multiple on the stock has been dramatically reduced valuing this company at an attractive 11x earnings.

Staar Surgical (STAA) was the best performer this quarter. A manufacturer of implantable ophthalmic lenses used in cataract and refractive surgery, Staar's shares appreciated meaningfully during the quarter due to two primary factors. First, the Company's Visian Implantable Cardiac Lens ("ICL") business showed significant improvement during the year. Visian ICL accounts for the vast majority of the Company's revenue and is their highest margin product. Secondly, investors started to take note of the Company's product pipeline. Four new product launches in 2012 should significantly increase STAA's addressable market and the Company's earnings could potentially double year over year.

The outlook for micro cap stocks remains mixed. Despite most company management teams that we speak to still feeling cautiously optimistic about their businesses (certainly better than where their shares are priced and hence the increase in insider buying), the probability of a recession has certainly increased. Only time will tell if our global politicians can work diligently together to solve the European debt crisis and stimulate economic growth. Until then, the willingness on most investor's part to accept additional risk and illiquidity likely remains muted, and on most up days we continue to see the Russell Micro Cap Growth Index lagging its larger cap peer, the Russell 2000 Growth Index. On a more positive note, whether we have entered a recession or not, stocks have arguably been priced as if we are in a recession and historically, smaller company stocks have outperformed coming out of these periods.

Portfolio Returns – Net of Fees as of September 30, 2011

	3Q11	YTD	1 Yr	3 Yr*	5 Yr *	10 Yr*	Inception to Date *
PineBridge US Micro Cap Growth Fund – Class R ¹	-27.51%	-21.09%	-2.20%	-0.65%	-0.55%	3.20%	1.04%
Russell Micro Cap Growth Index	-23.78%	-19.16%	-2.03%	1.02%	-2.82%	3.91%	1.87%
Russell 2000 Growth Index	-22.26%	-15.58%	-1.13%	2.06%	0.95%	5.45%	1.90%

* Annualized. Inception date: 05/01/2001.

Portfolio Characteristics

	PineBridge US Micro Cap Growth Fund	Russell 2000 Growth Index
Gross Expense Ratio	2.25%	N/A
¹ Net Expense Ratio - Capped	1.91%	N/A
Number of Stocks	56	1159
Average Market Cap	\$370 mil	\$1,181 mil
Median Market Cap	\$311 mil	\$1,089 mil
Net Sales (12 Months)	\$217 mil	\$860 mil
5 Year Return on Equity (ROE)	2.83%	13.32%
Debt to Capitalization	21.04%	20.67%
Price to Earnings Ratio (PE)	18.4x	17.3x

Source: Wilshire Atlas. The above information, excluding expenses, represents the averages of the fund's holdings. These will vary over time.

Top 10 Holdings (%)*	
Dfc Global Corp	4.37
Body Cent Acquisition C	4.02
Akorn Inc	3.54
Sps Comm Inc	3.33
Cogent Comm Group In	3.20
Allot Communications	3.15
Cardtronics Inc	2.86
Rignet Inc	2.83
Perficient Inc	2.81
Bravo Brio Restaurant G	2.74

Sector Allocation (%)*	
Consumer Discretionary	11.25
Consumer Staples	0.00
Energy	8.10
Financials	6.81
Health Care	17.85
Industrials	11.62
Information Technology	32.99
Materials	6.47
Telecomm Services	4.92

* As of September 30, 2011. Fund holdings and portfolio allocations are subject to change and are not recommendations to buy or sell any security.

¹ Class R Shares have an expense ratio which is contractually capped at 1.91 through 3/30/12.

Performance data quoted represents past performance; past performance does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance of the fund may be lower or higher than the performance quoted. Performance data current to the most recent month end may be obtained by calling (800) 426-9157 or visiting www.PineBridge.com/USMutualFunds. Performance assumes reinvestment of all distributions at net asset value. The performance reflects expense limitations in effect for the fund for certain years. If expense limitations were not in place, the fund's performance during those years would have been reduced.

Stocks of micro cap companies are more volatile than stocks of larger cap companies. Micro cap companies are subject to additional risk including, but not limited to, limited liquidity and greater volatility compared to investments in larger more-established equity securities. The Fund may invest in foreign securities which involve greater volatility and political, economic and currency risks and differences in accounting methods.

PineBridge US Small Cap Growth Fund Quarterly Review

Jamie Cuellar, CFA
Portfolio Manager

US equities suffered this quarter as concerns over the European sovereign debt crisis and fears of a double-dip recession caused a global sell off. Small Cap stocks were among the hardest hit as investors fled smaller, less liquid names. The Fund slightly underperformed its benchmark as the more cyclical and higher volatility sectors in the portfolio, Technology and Producer Durables, underperformed. Financial Services and Healthcare were standout performing sectors due to the returns from core names in Consumer Lending and Pharmaceuticals.

TPC Group (TPCG) was an underperformer this quarter. Despite reporting a solid quarter and outlook, the maker of butadiene and other specialty chemicals sold off with other Materials names due to concerns of a global economic slowdown and what that would do to chemical demand and pricing.

Perficient (PRFT) also lagged during the three month period. A provider of IT services to various industries, Perficient is a well managed company that has greatly increased its presence in the healthcare vertical and has been experiencing consistent growth. Despite beating second quarter earnings, raising guidance, and posting solid bookings, the smaller market cap company (currently around \$225 million) sold off during the quarter as investors are concerned about the discretionary nature of their projects in an uncertain economic period.

Akorn (AKRX) continued to move higher during the quarter despite the sell-off in equities. A generic pharmaceutical company, Akorn exceeded second quarter's sales and margin expectations and also announced a couple of acquisitions expanding their over the counter offerings and manufacturing capabilities. The accretive nature of these acquisitions on 2012 earnings was greeted warmly by the street.

The outlook for small cap stocks remains mixed. Despite most company management teams that we speak to still feeling cautiously optimistic about their businesses (certainly better than where their shares are priced and hence the increase in insider buying), the probability of a recession has certainly increased. Only time will tell if our global politicians can work diligently together to solve the European debt crisis and stimulate economic growth. Until then, the willingness on most investor's part to accept additional risk and illiquidity will likely remain muted. On a more positive note, valuations are compelling and insider buying and company buybacks have increased. Whether we have entered a recession or not, stocks have arguably been priced as if we are in a recession and historically, smaller company stocks have outperformed coming out of these periods.

Top 10 Holdings (%)*	
Dfc Global Corp	3.87
Cardtronics Inc	3.77
Questor Pharmaceutical	3.69
Akorn Inc	3.61
Crocs Inc	3.50
Nxstage Medical Inc	3.06
Successfactors Inc	3.01
Body Cent Acquisition C	2.99
Mastec Inc	2.93
Bravo Brio Restaurant G	2.91

Sector Allocation (%)*	
Consumer Discretionary	20.94
Consumer Staples	2.90
Energy	3.84
Financials	11.26
Health Care	20.84
Industrials	8.08
Information Technology	25.64
Materials	4.12
Telecomm Services	2.39

* As of September 30, 2011. Fund holdings and portfolio allocations are subject to change and are not recommendations to buy or sell any security.

Portfolio Returns – Net of Fees as of September 30, 2011

	3Q11	YTD	1 Yr	3 Yr*	5 Yr*	10 Yr*	Inception to Date*
PineBridge US Small Cap Growth Fund– Class R ¹	-23.86	-14.21	3.08	1.53	0.76	1.94	2.46
Russell 2000 Growth Index	-22.26	-15.58	-1.13	2.06	0.95	5.45	1.90

* Annualized. Inception date: 05/01/2001.

Portfolio Characteristics

	PineBridge US Small Cap Growth Fund	Russell 2000 Growth Index
Gross Expense Ratio	2.68%	N/A
¹ Net Expense Ratio - Capped	1.66%	N/A
Number of Stocks	49	1,159
Average Market Cap	\$1.1 bil	\$1.2 bil
Median Market Cap	\$998 mil	\$1,089 mil
Net Sales (12 Months)	\$592 mil	\$860 mil
5 Year Return on Equity (ROE)	14.38%	13.32%
Debt to Capitalization	22.63%	20.67%
Price to Earnings Ratio (PE)	17.8x	17.3x

Source: Wilshire Atlas. The above information, excluding expenses, represents the averages of the fund's holdings. These will vary over time.

¹ Class R Shares have an expense ratio which is contractually capped at 1.66 through 3/30/12.

Performance data quoted represents past performance; past performance does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance of the fund may be lower or higher than the performance quoted. Performance data current to the most recent month end may be obtained by calling (800) 426-9157 or visiting www.PineBridge.com/usmutualfunds. Performance assumes reinvestment of all distributions at net asset value. The performance reflects expense limitations in effect for the fund for certain years. If expense limitations were not in place, the fund's performance during those years would have been reduced.

Stocks of smaller cap companies are more volatile than stocks of larger cap companies. Smaller cap companies are subject to additional risk including, but not limited to, limited liquidity and greater volatility compared to investments in larger more-established equity securities. The Fund may invest in foreign securities which involve greater volatility and political, economic and currency risks and differences in accounting methods.

PineBridge US 25 Equity Fund Quarterly Review

Daniel Neuger
Portfolio Manager

The PineBridge US 25 Equity Fund was launched on September 19, 2011. The biggest contributors to performance during this brief period were **First Energy (FE)**, **Informatica (INFA)** and **Oracle (ORCL)**. First Energy shares rose in following the company's presentation at an investor conference in early September, where they voiced confidence in its merger integration efforts and reaffirmed the continued strength in its business. Informatica and Oracle shares rose after Oracle reported better than expected quarterly results, which provided confirmation that enterprise software spending and the growth prospects for "Big Data" should remain resilient even in a weak macroeconomic environment.

Oil States (OIS), **Anadarko Petroleum (APC)** and **Apple (AAPL)** were the biggest detractors to performance. Oil States and Anadarko shares fell as the outlook for global growth continued to wane. Apple shares declined in what appeared to be led by profit taking following a strong run since reporting earnings in July.

September marked the end of the worst quarter for US stocks since the 2008 financial crisis. The month started off immediately with a sell-off that was prompted by intensifying Greece woes and consequences on the broader European and world economy. On several occasions, politicians appeared to come to agreements on bailout options only to double back and prevent any sustainable market rally. The fear of a hard landing has become so prevalent, that the market ignored US economic data that suggested the slowing recovery was again picking up steam. A jump in employment, increased business activity and rising consumer sentiment did little to quell fears of a worst case outcome. Despite all this, we continue to believe that strong fundamentals should be rewarded once high equity correlations decline and markets become more rational with improved visibility.

Top 10 Holdings (%)*

Apple Inc	8.05
Kraft Foods Inc	7.86
Chevron Corp	7.48
Covidien Plc	7.03
Capital One Finl Cor	6.05
First Energy Corp	4.64
Gilead Sciences Inc	4.34
Oracle Systems Corp	4.31
United Parcel Servic	4.24
Mattel Inc	4.22

As the PineBridge US 25 Equity Fund was launched on September 19, 2011, the performance data and characteristics are not yet available.

* As of September 30, 2011. Fund holdings and portfolio allocations are subject to change and are not recommendations to buy or sell any security.

Past performance is not a guarantee of future results.

Mutual fund investing involves risk. Principal loss is possible. The Fund invests in mid-companies, which involve additional risks such as limited liquidity and greater volatility than larger companies. The Fund is non-diversified, meaning it may concentrate its assets in fewer individual holdings than a diversified fund. Therefore, the Fund is more exposed to individual stock volatility than a diversified fund. Because the Fund may invest in ETFs, it is subject to additional risks that do not apply to conventional mutual funds, including the risks that the market price of an ETF's shares may trade at a discount to its net asset value ("NAV"), an active secondary trading market may not develop or be maintained, or trading may be halted by the exchange in which they trade, which may impact a Fund's ability to sell its shares.

Opinions expressed are those of PineBridge Investments and are subject to change, are not guaranteed and should not be considered investment advice.

Growth stocks typically are more volatile than value stocks; however, value stocks have a lower expected growth rate in earnings and sales. Small- and Medium-capitalization companies tend to have limited liquidity and greater price volatility than large-capitalization companies.

The Russell Microcap Growth Index measures the performance of the microcap growth segment of the U.S. Equity market. It includes those Russell Microcap Index companies with higher price-to-book ratios and higher forecasted growth values.

The Russell 2000 Growth Index measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values.

The S&P 500 Index is an index consisting of 500 stocks chosen for market size, liquidity and industry grouping, among other factors. The S&P 500 is designed to be a leading indicator of U.S. equities and is meant to reflect the risk/return characteristics of the large-cap universe.

You cannot invest directly in an index.

The Debt to Capital Ratio (D/C ratio) shows the proportion of a company's debt to its total capital, which consists of the sum of its debt and equity combined.

Price-to-Earnings (P/E) - A valuation ratio of a company's current share price compared to its per-share earnings on the trailing twelve months.

Return on Equity (ROE) - Net Income / Shareholder's Equity Price-to-Earnings Growth ratio

Correlation - A correlation coefficient is a measure of the interdependence of two random variables that ranges in value from -1 to +1, indicating perfect negative correlation at -1, absence of correlation at zero, and perfect positive correlation at +1.

VIX Index - The Chicago Board Options Exchange Market Volatility Index, a popular measure of the implied volatility of S&P 500 index options.

The Funds' investment objectives, risks, charges and expenses must be considered carefully before investing. The prospectus contains this and other important information about the investment company, and it may be obtained by calling (800) 426-9157, or visiting www.PineBridge.com/USMutualFunds. Read it carefully before investing.

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