

# MainStay WMC Value Fund

---

## Message from the President and Semiannual Report

Unaudited | April 30, 2024

### Special Notice:

Beginning in July 2024, new regulations issued by the Securities and Exchange Commission (SEC) will take effect requiring open-end mutual fund companies and ETFs to (1) overhaul the content of their shareholder reports and (2) mail paper copies of the new tailored shareholder reports to shareholders who have not opted to receive these documents electronically.

If you have not yet elected to receive your shareholder reports electronically, please contact your financial intermediary or visit [newyorklifeinvestments.com/accounts](https://newyorklifeinvestments.com/accounts).

Not FDIC/NCUA Insured

Not a Deposit

May Lose Value

No Bank Guarantee

Not Insured by Any Government Agency



INVESTMENTS

This page intentionally left blank

# Message from the President

Stock and bond markets gained broad ground during the six-month period ended April 30, 2024, bolstered by better-than-expected economic growth and the prospect of monetary easing in the face of a myriad of macroeconomic and geopolitical challenges.

Throughout the reporting period, interest rates remained at their highest levels in decades in most developed countries, with the U.S. federal funds rate in the 5.25%–5.50% range, as central banks struggled to bring inflation under control. Early in the reporting period, the U.S. Federal Reserve began to forecast interest rate cuts in 2024, but delayed action as inflation remained stubbornly high, fluctuating between 3.1% and 3.5%. Nevertheless, despite the increasing cost of capital and tighter lending environment that resulted from sustained high rates, economic growth remained surprisingly robust, supported by high levels of consumer spending, low unemployment and strong corporate earnings. Investors tended to shrug off concerns related to sticky inflation and high interest rates—not to mention the ongoing war in Ukraine, intensifying hostilities in the Middle East and simmering tensions between China and the United States—focusing instead on the positives of continued economic growth and surprisingly strong corporate profits.

The S&P 500® Index, a widely regarded benchmark of U.S. market performance, produced double-digit gains, reaching record levels in March 2024. Market strength, which had been narrowly focused on mega-cap, technology-related stocks during the previous six months broadened significantly during the reporting period. All industry sectors produced positive results, with the strongest returns in communication services, information technology and industrials, and more moderate gains in the lagging energy, real estate and consumer staples areas. Growth-oriented shares slightly outperformed value-oriented

issues, while large- and mid-cap stocks modestly outperformed their small-cap counterparts. Most overseas equity markets trailed the U.S. market, as developed international economies experienced relatively low growth rates, and weak economic conditions in China undermined emerging markets.

Bonds generally gained ground as well. The yield on the 10-year Treasury note ranged between approximately 4.7% and 3.8%, while the 2-year Treasury yield remained slightly higher, between approximately 5.0% and 4.1%, in an inverted curve pattern often viewed as indicative of an impending economic slowdown. Nevertheless, the prevailing environment of stable interest rates and attractive yields provided a favorable environment for fixed-income investors. Long-term Treasury bonds and investment-grade corporate bonds produced similar gains, while high yield bonds advanced by a slightly greater margin, despite the added risks implicit in an uptick in default rates. International bond markets modestly outperformed their U.S. counterparts, led by a rebound in the performance of emerging-markets debt.

The risks and uncertainties inherent in today's markets call for the kind of insight and expertise that New York Life Investments offers through our one-on-one philosophy, long-lasting focus, and multi-boutique approach.

Thank you for trusting us to help you meet your investment needs.

Sincerely,



Kirk C. Lehneis  
President

The opinions expressed are as of the date of this report and are subject to change. There is no guarantee that any forecast made will come to pass. This material does not constitute investment advice and is not intended as an endorsement of any specific investment. Past performance is no guarantee of future results.

# Table of Contents

## Semiannual Report

---

Investment and Performance Comparison	5
Portfolio of Investments	9
Financial Statements	12
Notes to Financial Statements	21
Board Consideration and Approval of Management Agreement and Subadvisory Agreement	30
Discussion of the Operation and Effectiveness of the Fund's Liquidity Risk Management Program	35
Proxy Voting Policies and Procedures and Proxy Voting Record	36
Shareholder Reports and Quarterly Portfolio Disclosure	36

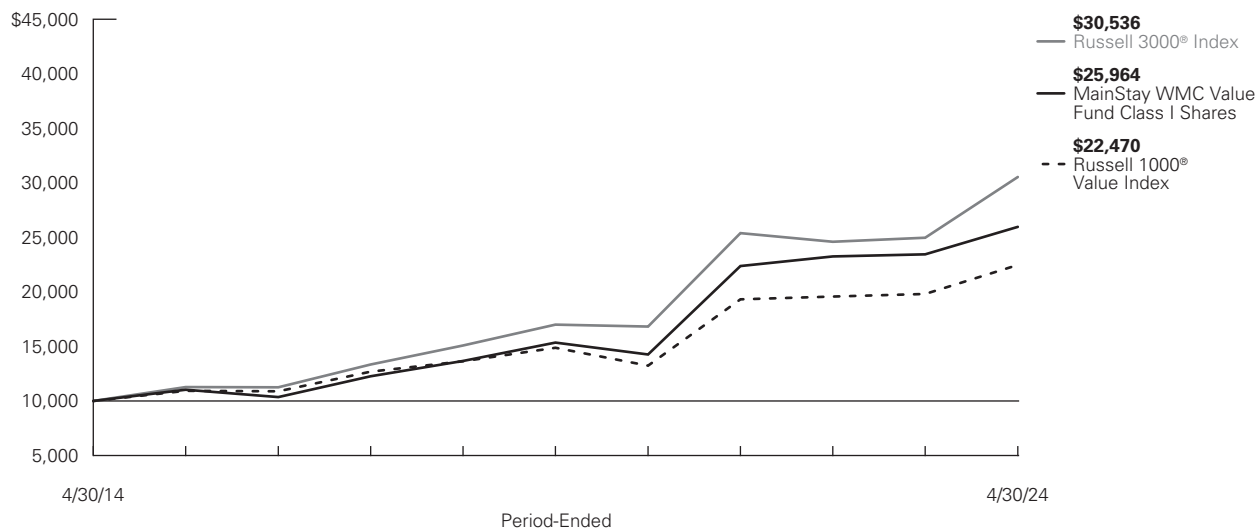
---

**Investors should refer to the Fund's Summary Prospectus and/or Prospectus and consider the Fund's investment objectives, strategies, risks, charges and expenses carefully before investing. The Summary Prospectus and/or Prospectus contain this and other information about the Fund. You may obtain copies of the Fund's Summary Prospectus, Prospectus and Statement of Additional Information, which includes information about The MainStay Funds' Trustees, free of charge, upon request, by calling toll-free 800-624-6782, by writing to NYLIFE Distributors LLC, Attn: MainStay Marketing Department, 30 Hudson Street, Jersey City, NJ 07302 or by sending an e-mail to [MainStayShareholderServices@nylim.com](mailto:MainStayShareholderServices@nylim.com). These documents are also available on [dfinview.com/NYLIM](http://dfinview.com/NYLIM). Please read the Fund's Summary Prospectus and/or Prospectus carefully before investing.**

# Investment and Performance Comparison (Unaudited)

Performance data quoted represents past performance. Past performance is no guarantee of future results. Because of market volatility and other factors, current performance may be lower or higher than the figures shown. Investment return and principal value will fluctuate, and as a result, when shares are redeemed, they may be worth more or less than their original cost. The graph below depicts the historical performance of Class I shares of the Fund. Performance will vary from class to class based on differences in class-specific expenses and sales charges. For performance information current to the most recent month-end, please call 800-624-6782 or visit [newyorklifeinvestments.com](http://newyorklifeinvestments.com).

The performance table and graph do not reflect the deduction of taxes that a shareholder would pay on distributions or Fund share redemptions. Total returns reflect maximum applicable sales charges as indicated in the table below, if any, changes in share price, and reinvestment of dividend and capital gain distributions. The graph assumes the initial investment amount shown below and reflects the deduction of all sales charges that would have applied for the period of investment. Performance figures may reflect certain fee waivers and/or expense limitations, without which total returns may have been lower. For more information on share classes and current fee waivers and/or expense limitations (if any), please refer to the Notes to Financial Statements.



## Average Annual Total Returns for the Period-Ended April 30, 2024

Class	Sales Charge		Inception Date <sup>1</sup>	Six Months <sup>2</sup>	One Year	Five Years	Ten Years or Since Inception	Gross Expense Ratio <sup>3</sup>
Class A Shares	Maximum 5.50% Initial Sales Charge	With sales charges Excluding sales charges	6/9/1999	7.65% 13.91	4.28% 10.35	9.50% 10.75	9.09% 9.71	1.04% 1.04
Investor Class Shares <sup>4</sup>	Maximum 5.00% Initial Sales Charge	With sales charges Excluding sales charges	2/28/2008	8.10 13.79	4.59 10.10	9.22 10.46	8.85 9.47	1.30 1.30
Class B Shares <sup>5</sup>	Maximum 5.00% CDSC if Redeemed Within the First Six Years of Purchase	With sales charges Excluding sales charges	6/9/1999	8.36 13.36	4.24 9.24	9.47 9.62	8.64 8.64	2.05 2.05
Class C Shares	Maximum 1.00% CDSC if Redeemed Within One Year of Purchase	With sales charges Excluding sales charges	6/9/1999	12.41 13.41	8.29 9.29	9.64 9.64	8.65 8.65	2.05 2.05
Class I Shares	No Sales Charge		1/21/1971	14.14	10.74	11.08	10.01	0.79
Class R6 Shares	No Sales Charge		4/26/2021	14.12	10.72	N/A	5.24	0.71

- Effective April 26, 2021, the Fund replaced its subadvisor, changed its investment objective and modified its principal investment strategies. Therefore, the performance information shown in this report prior to April 26, 2021 reflects that of the Fund's prior subadvisor, investment objective and principal investment strategies.
- Not annualized.
- The gross expense ratios presented reflect the Fund's "Total Annual Fund Operating Expenses" from the most recent Prospectus, as supplemented, and may differ from other expense ratios disclosed in this report.
- Prior to June 30, 2020, the maximum initial sales charge was 5.50%, which is reflected in the applicable average annual total return figures shown.
- Class B shares are closed to all new purchases as well as additional investments by existing Class B shareholders.

The footnotes on the next page are an integral part of the table and graph and should be carefully read in conjunction with them.

<b>Benchmark Performance*</b>	<b>Six Months<sup>1</sup></b>	<b>One Year</b>	<b>Five Years</b>	<b>Ten Years</b>
Russell 3000 <sup>®</sup> Index <sup>2</sup>	21.09%	22.30%	12.43%	11.81%
Russell 1000 <sup>®</sup> Value Index <sup>3</sup>	18.42	13.42	8.60	8.43
Morningstar Large Value Category Average <sup>4</sup>	17.99	14.37	9.20	8.57

\* Returns for indices reflect no deductions for fees, expenses or taxes, except for foreign withholding taxes where applicable. Results assume reinvestment of all dividends and capital gains. An investment cannot be made directly in an index.

1. Not annualized.

2. In accordance with new regulatory requirements, the Fund has selected the Russell 3000<sup>®</sup> Index, which represents a broad measure of market performance, as a replacement for the Russell 1000<sup>®</sup> Value Index. The Russell 3000<sup>®</sup> Index measures the performance of the largest 3,000 U.S. companies representing approximately 98% of the investable U.S. equity market.

3. The Russell 1000<sup>®</sup> Value Index, which is generally representative of the market sectors or types of investments in which the Fund invests, measures the performance of the large-cap value segment of the U.S. equity universe. It includes those Russell 1000<sup>®</sup> Index companies with lower price-to-book ratios and lower expected growth values.

4. The Morningstar Large Value Category Average is representative of funds that invest primarily in big U.S. companies that are less expensive or growing more slowly than other large-cap stocks. Results are based on average total returns of similar funds with all dividends and capital gain distributions reinvested.

The footnotes on the preceding page are an integral part of the table and graph and should be carefully read in conjunction with them.

## Cost in Dollars of a \$1,000 Investment in MainStay WMC Value Fund (Unaudited)

The example below is intended to describe the fees and expenses borne by shareholders during the six-month period from November 1, 2023 to April 30, 2024, and the impact of those costs on your investment.

### Example

As a shareholder of the Fund you incur two types of costs: (1) transaction costs, including exchange fees and sales charges (loads) on purchases (as applicable), and (2) ongoing costs, including management fees, distribution and/or service (12b-1) fees and other Fund expenses (as applicable). This example is intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other mutual funds. The example is based on an investment of \$1,000 made at the beginning of the six-month period and held for the entire period from November 1, 2023 to April 30, 2024.

This example illustrates your Fund's ongoing costs in two ways:

### Actual Expenses

The second and third data columns in the table below provide information about actual account values and actual expenses. You may use the information in these columns, together with the amount you invested, to estimate the expenses that you paid during the six months ended April 30, 2024. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the

result by the number under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

### Hypothetical Example for Comparison Purposes

The fourth and fifth data columns in the table below provide information about hypothetical account values and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balances or expenses you paid for the six-month period shown. You may use this information to compare the ongoing costs of investing in the Fund with the ongoing costs of investing in other mutual funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other mutual funds.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transactional costs, such as exchange fees or sales charges (loads). Therefore, the fourth and fifth data columns of the table are useful in comparing ongoing costs only and will not help you determine the relative total costs of owning different funds. In addition, if these transactional costs were included, your costs would have been higher.

Share Class	Beginning Account Value 11/1/23	Ending Account Value (Based on Actual Returns and Expenses) 4/30/24	Expenses Paid During Period <sup>1</sup>	Ending Account Value (Based on Hypothetical 5% Annualized Return and Actual Expenses) 4/30/24	Expenses Paid During Period <sup>1</sup>	Net Expense Ratio During Period <sup>2</sup>
Class A Shares	\$1,000.00	\$1,139.10	\$ 5.48	\$1,019.74	\$ 5.17	1.03%
Investor Class Shares	\$1,000.00	\$1,137.90	\$ 6.86	\$1,018.45	\$ 6.47	1.29%
Class B Shares	\$1,000.00	\$1,133.60	\$10.82	\$1,014.72	\$10.22	2.04%
Class C Shares	\$1,000.00	\$1,134.10	\$10.82	\$1,014.72	\$10.22	2.04%
Class I Shares	\$1,000.00	\$1,141.40	\$ 3.73	\$1,021.38	\$ 3.52	0.70%
Class R6 Shares	\$1,000.00	\$1,141.20	\$ 3.73	\$1,021.38	\$ 3.52	0.70%

1. Expenses are equal to the Fund's annualized expense ratio of each class multiplied by the average account value over the period, divided by 366 and multiplied by 182 (to reflect the six-month period). The table above represents the actual expenses incurred during the six-month period. In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above-reported expense figures.
2. Expenses are equal to the Fund's annualized expense ratio to reflect the six-month period.

---

**Industry Composition as of April 30, 2024 (Unaudited)**

Pharmaceuticals	10.4%	Diversified Consumer Services	1.4%
Oil, Gas & Consumable Fuels	9.6	Gas Utilities	1.3
Capital Markets	8.8	Entertainment	1.3
Banks	7.7	IT Services	1.3
Health Care Providers & Services	6.0	Distributors	1.2
Insurance	5.0	Real Estate Management & Development	1.2
Semiconductors & Semiconductor Equipment	4.1	Household Durables	1.2
Communications Equipment	3.8	Machinery	1.1
Aerospace & Defense	3.2	Hotels, Restaurants & Leisure	1.1
Specialized REITs	2.7	Financial Services	1.1
Building Products	2.7	Food Products	1.1
Beverages	2.6	Chemicals	1.1
Personal Care Products	2.5	Interactive Media & Services	1.0
Air Freight & Logistics	2.0	Hotel & Resort REITs	1.0
Electronic Equipment, Instruments & Components	1.7	Ground Transportation	1.0
Electrical Equipment	1.6	Specialty Retail	0.0‡
Multi-Utilities	1.5	Short-Term Investment	1.1
Health Care Equipment & Supplies	1.5	Other Assets, Less Liabilities	-0.3
Automobile Components	1.5		<u>100.0%</u>
Biotechnology	1.5		
Media	1.4		

‡ Less than one-tenth of a percent.

See Portfolio of Investments beginning on page 9 for specific holdings within these categories. The Fund's holdings are subject to change.

---



---

**Top Ten Holdings and/or Issuers Held as of April 30, 2024 (excluding short-term investments) (Unaudited)**

1. JPMorgan Chase & Co.	6. Pfizer, Inc.
2. Merck & Co., Inc.	7. UnitedHealth Group, Inc.
3. Johnson & Johnson	8. United Parcel Service, Inc., Class B
4. Cisco Systems, Inc.	9. M&T Bank Corp.
5. Elevance Health, Inc.	10. American International Group, Inc.

---



# Portfolio of Investments April 30, 2024<sup>†^</sup>(Unaudited)

	Shares	Value
<b>Common Stocks 99.2%</b>		
<b>Aerospace &amp; Defense 3.2%</b>		
General Dynamics Corp.	53,973	\$ 15,495,109
L3Harris Technologies, Inc.	70,770	15,148,318
		<u>30,643,427</u>
<b>Air Freight &amp; Logistics 2.0%</b>		
United Parcel Service, Inc., Class B	129,534	19,103,674
<b>Automobile Components 1.5%</b>		
Gentex Corp.	412,186	14,137,980
<b>Banks 7.7%</b>		
JPMorgan Chase & Co.	203,509	39,020,816
M&T Bank Corp.	130,857	18,894,442
PNC Financial Services Group, Inc. (The)	98,616	15,113,888
		<u>73,029,146</u>
<b>Beverages 2.6%</b>		
Keurig Dr Pepper, Inc.	415,944	14,017,313
Pernod Ricard SA, Sponsored ADR	371,520	11,253,341
		<u>25,270,654</u>
<b>Biotechnology 1.5%</b>		
Gilead Sciences, Inc.	215,607	14,057,576
<b>Building Products 2.7%</b>		
Fortune Brands Innovations, Inc.	130,988	9,575,223
Johnson Controls International plc	246,509	16,040,341
		<u>25,615,564</u>
<b>Capital Markets 8.8%</b>		
Ares Management Corp.	104,775	13,944,505
Intercontinental Exchange, Inc.	95,540	12,301,730
KKR & Co., Inc.	124,159	11,555,478
LPL Financial Holdings, Inc.	39,172	10,542,360
Morgan Stanley	161,674	14,686,466
Nasdaq, Inc.	81,130	4,855,631
Raymond James Financial, Inc.	134,804	16,446,088
		<u>84,332,258</u>
<b>Chemicals 1.1%</b>		
Axalta Coating Systems Ltd. (a)	326,700	10,271,448
<b>Communications Equipment 3.8%</b>		
Cisco Systems, Inc.	492,672	23,145,731
F5, Inc. (a)	76,905	12,713,165
		<u>35,858,896</u>

	Shares	Value
<b>Distributors 1.2%</b>		
LKQ Corp.	278,365	\$ 12,005,883
<b>Diversified Consumer Services 1.4%</b>		
H&R Block, Inc.	279,332	13,192,850
<b>Electrical Equipment 1.6%</b>		
Emerson Electric Co.	138,757	14,955,230
<b>Electronic Equipment, Instruments &amp; Components 1.7%</b>		
Corning, Inc.	474,374	15,834,604
<b>Entertainment 1.3%</b>		
Electronic Arts, Inc.	99,886	12,667,543
<b>Financial Services 1.1%</b>		
Global Payments, Inc.	84,168	10,333,305
<b>Food Products 1.1%</b>		
Archer-Daniels-Midland Co.	175,781	10,311,314
<b>Gas Utilities 1.3%</b>		
Atmos Energy Corp.	108,671	12,812,311
<b>Ground Transportation 1.0%</b>		
Knight-Swift Transportation Holdings, Inc.	199,384	9,217,522
<b>Health Care Equipment &amp; Supplies 1.5%</b>		
Boston Scientific Corp. (a)	199,553	14,341,874
<b>Health Care Providers &amp; Services 6.0%</b>		
Centene Corp. (a)	226,099	16,518,793
Elevance Health, Inc.	40,333	21,319,217
UnitedHealth Group, Inc.	40,253	19,470,376
		<u>57,308,386</u>
<b>Hotel &amp; Resort REITs 1.0%</b>		
Host Hotels & Resorts, Inc.	525,905	9,923,827
<b>Hotels, Restaurants &amp; Leisure 1.1%</b>		
Wyndham Hotels & Resorts, Inc.	142,701	10,489,951
<b>Household Durables 1.2%</b>		
Lennar Corp., Class A	73,087	11,081,451

The notes to the financial statements are an integral part of, and should be read in conjunction with, the financial statements.

# Portfolio of Investments April 30, 2024<sup>†^</sup> (Unaudited) (continued)

	Shares	Value
<b>Common Stocks (continued)</b>		
<b>Insurance 5.0%</b>		
American International Group, Inc.	247,366	\$ 18,629,133
Everest Group Ltd.	29,631	10,857,095
MetLife, Inc.	251,096	17,847,904
		<u>47,334,132</u>
<b>Interactive Media &amp; Services 1.0%</b>		
Alphabet, Inc., Class C (a)	60,480	<u>9,957,427</u>
<b>IT Services 1.3%</b>		
Amdocs Ltd.	143,965	<u>12,091,620</u>
<b>Machinery 1.1%</b>		
Middleby Corp. (The) (a)	77,489	<u>10,768,646</u>
<b>Media 1.4%</b>		
Omnicom Group, Inc.	142,760	<u>13,253,838</u>
<b>Multi-Utilities 1.5%</b>		
Sempra	202,486	<u>14,504,072</u>
<b>Oil, Gas &amp; Consumable Fuels 9.6%</b>		
Antero Resources Corp. (a)	314,555	10,698,016
ConocoPhillips	141,843	17,818,318
Coterra Energy, Inc.	399,077	10,918,747
EOG Resources, Inc.	108,460	14,330,820
Hess Corp.	66,812	10,522,222
Phillips 66	108,574	15,548,882
Targa Resources Corp.	99,641	11,365,052
		<u>91,202,057</u>
<b>Personal Care Products 2.5%</b>		
Kenvue, Inc.	590,794	11,118,743
Unilever plc, Sponsored ADR	239,944	12,441,097
		<u>23,559,840</u>
<b>Pharmaceuticals 10.4%</b>		
AstraZeneca plc, Sponsored ADR	184,571	14,005,247
Johnson & Johnson	182,923	26,448,836
Merck & Co., Inc.	225,440	29,131,357
Pfizer, Inc.	783,103	20,063,098
Roche Holding AG	40,245	9,628,188
		<u>99,276,726</u>

	Shares	Value
<b>Real Estate Management &amp; Development 1.2%</b>		
CBRE Group, Inc., Class A (a)	132,372	\$ 11,501,803
<b>Semiconductors &amp; Semiconductor Equipment 4.1%</b>		
Analog Devices, Inc.	68,962	13,834,467
NXP Semiconductors NV	57,722	14,787,799
QUALCOMM, Inc.	64,444	10,688,038
		<u>39,310,304</u>
<b>Specialized REITs 2.7%</b>		
Crown Castle, Inc.	143,180	13,427,420
Gaming and Leisure Properties, Inc.	295,963	12,646,499
		<u>26,073,919</u>
<b>Specialty Retail 0.0% ‡</b>		
GNC Holdings, Inc. (a)(b)(c)	15,319	—
Total Common Stocks (Cost \$827,958,031)		<u>945,631,058</u>
<b>Short-Term Investment 1.1%</b>		
<b>Affiliated Investment Company 1.1%</b>		
MainStay U.S. Government Liquidity Fund, 5.242% (d)	10,540,804	<u>10,540,804</u>
Total Short-Term Investment (Cost \$10,540,804)		<u>10,540,804</u>
Total Investments (Cost \$838,498,835)	100.3%	956,171,862
Other Assets, Less Liabilities	(0.3)	(2,735,304)
Net Assets	<u>100.0%</u>	<u>\$ 953,436,558</u>

† Percentages indicated are based on Fund net assets.

^ Industry classifications may be different than those used for compliance monitoring purposes.

‡ Less than one-tenth of a percent.

(a) Non-income producing security.

(b) Illiquid security—As of April 30, 2024, the total market value deemed illiquid under procedures approved by the Board of Trustees was \$0, which represented less than one-tenth of a percent of the Fund's net assets.

(c) Security in which significant unobservable inputs (Level 3) were used in determining fair value.

(d) Current yield as of April 30, 2024.

## Investments in Affiliates (in 000's)

Investments in issuers considered to be affiliate(s) of the Fund during the six-month period ended April 30, 2024 for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

Affiliated Investment Companies	Value, Beginning of Period	Purchases at Cost	Proceeds from Sales	Net Realized Gain/(Loss) on Sales	Change in Unrealized Appreciation/ (Depreciation)	Value, End of Period	Dividend Income	Other Distributions	Shares End of Period
MainStay U.S. Government Liquidity Fund	\$ 9,393	\$ 121,769	\$ (120,621)	\$ —	\$ —	\$ 10,541	\$ 223	\$ —	10,541

Abbreviation(s):

ADR—American Depositary Receipt

REIT—Real Estate Investment Trust

The following is a summary of the fair valuations according to the inputs used as of April 30, 2024, for valuing the Fund's assets:

Description	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
-------------	--	---	--	-------

### Asset Valuation Inputs

Investments in Securities (a)

Common Stocks

Pharmaceuticals

\$ 89,648,538 \$ 9,628,188 \$ — \$ 99,276,726

All Other Industries

846,354,332 — — 846,354,332

Total Common Stocks

936,002,870 9,628,188 — 945,631,058

Short-Term Investment

Affiliated Investment Company

10,540,804 — — 10,540,804

Total Investments in Securities

\$ 946,543,674 \$ 9,628,188 \$ — \$ 956,171,862

(a) For a complete listing of investments and their industries, see the Portfolio of Investments.

# Statement of Assets and Liabilities as of April 30, 2024 (Unaudited)

## Assets

Investment in unaffiliated securities, at value (identified cost \$827,958,031)	\$945,631,058
Investment in affiliated investment companies, at value (identified cost \$10,540,804)	10,540,804
Cash	255
Receivables:	
Investment securities sold	12,328,992
Dividends	726,832
Fund shares sold	172,533
Other assets	93,395
Total assets	969,493,869

## Liabilities

Payables:	
Investment securities purchased	12,029,744
Fund shares redeemed	3,131,835
Manager (See Note 3)	517,505
Transfer agent (See Note 3)	149,912
NYLIFE Distributors (See Note 3)	136,219
Professional fees	47,436
Shareholder communication	30,955
Custodian	9,073
Securities lending	389
Trustees	257
Accrued expenses	3,986
Total liabilities	16,057,311
Net assets	\$953,436,558

## Composition of Net Assets

Shares of beneficial interest outstanding (par value of \$.01 per share) unlimited number of shares authorized	\$ 331,089
Additional paid-in-capital	820,957,689
	821,288,778
Total distributable earnings (loss)	132,147,780
Net assets	\$953,436,558

## Class A

Net assets applicable to outstanding shares	\$522,084,413
Shares of beneficial interest outstanding	18,480,665
Net asset value per share outstanding	\$ 28.25
Maximum sales charge (5.50% of offering price)	1.64
Maximum offering price per share outstanding	\$ 29.89

## Investor Class

Net assets applicable to outstanding shares	\$ 50,948,091
Shares of beneficial interest outstanding	1,802,352
Net asset value per share outstanding	\$ 28.27
Maximum sales charge (5.00% of offering price)	1.49
Maximum offering price per share outstanding	\$ 29.76

## Class B

Net assets applicable to outstanding shares	\$ 3,191,275
Shares of beneficial interest outstanding	163,042
Net asset value and offering price per share outstanding	\$ 19.57

## Class C

Net assets applicable to outstanding shares	\$ 17,220,423
Shares of beneficial interest outstanding	879,187
Net asset value and offering price per share outstanding	\$ 19.59

## Class I

Net assets applicable to outstanding shares	\$132,731,287
Shares of beneficial interest outstanding	4,340,547
Net asset value and offering price per share outstanding	\$ 30.58

## Class R6

Net assets applicable to outstanding shares	\$227,261,069
Shares of beneficial interest outstanding	7,443,092
Net asset value and offering price per share outstanding	\$ 30.53

# Statement of Operations for the six months ended April 30, 2024 (Unaudited)

## Investment Income (Loss)

### Income

Dividends-unaffiliated (net of foreign tax withholding of \$100,534)	\$ 12,476,412
Dividends-affiliated	222,561
Securities lending, net	<u>7,342</u>
Total income	<u>12,706,315</u>

### Expenses

Manager (See Note 3)	3,146,718
Distribution/Service—Class A (See Note 3)	650,720
Distribution/Service—Investor Class (See Note 3)	65,825
Distribution/Service—Class B (See Note 3)	20,096
Distribution/Service—Class C (See Note 3)	82,096
Distribution/Service—Class R2 (See Note 3) <sup>(a)</sup>	562
Distribution/Service—Class R3 (See Note 3) <sup>(a)</sup>	2,421
Transfer agent (See Note 3)	400,165
Professional fees	67,353
Registration	62,147
Trustees	11,851
Custodian	9,441
Shareholder communication	3,676
Shareholder service (See Note 3)	757
Miscellaneous	<u>24,352</u>
Total expenses before waiver/reimbursement	4,548,180
Expense waiver/reimbursement from Manager (See Note 3)	<u>(57,752)</u>
Net expenses	<u>4,490,428</u>
Net investment income (loss)	<u>8,215,887</u>

## Realized and Unrealized Gain (Loss)

Net realized gain (loss) on:	
Unaffiliated investment transactions	12,821,217
Foreign currency transactions	<u>(1,253)</u>
Net realized gain (loss)	<u>12,819,964</u>
Net change in unrealized appreciation (depreciation) on:	
Unaffiliated investments	101,989,334
Translation of other assets and liabilities in foreign currencies	<u>(4,125)</u>
Net change in unrealized appreciation (depreciation)	<u>101,985,209</u>
Net realized and unrealized gain (loss)	<u>114,805,173</u>
Net increase (decrease) in net assets resulting from operations	<u>\$123,021,060</u>

(a) Class liquidated and is no longer offered for sale as of February 23, 2024.

# Statements of Changes in Net Assets

for the six months ended April 30, 2024 (Unaudited) and the year ended October 31, 2023

	Six months ended April 30, 2024	Year ended October 31, 2023
<b>Increase (Decrease) in Net Assets</b>		
Operations:		
Net investment income (loss)	\$ 8,215,887	\$ 15,393,259
Net realized gain (loss)	12,819,964	27,324,979
Net change in unrealized appreciation (depreciation)	101,985,209	(58,736,095)
Net increase (decrease) in net assets resulting from operations	123,021,060	(16,017,857)
Distributions to shareholders:		
Class A	(23,214,849)	(29,416,342)
Investor Class	(2,278,800)	(3,013,210)
Class B	(261,360)	(545,950)
Class C	(904,378)	(977,214)
Class I	(6,606,035)	(8,145,019)
Class R1 <sup>(a)</sup>	(8,014)	(9,920)
Class R2 <sup>(a)</sup>	(47,287)	(56,602)
Class R3 <sup>(a)</sup>	(67,522)	(81,173)
Class R6	(9,612,608)	(14,701,579)
Total distributions to shareholders	(43,000,853)	(56,947,009)
Capital share transactions:		
Net proceeds from sales of shares	46,949,727	126,738,662
Net asset value of shares issued to shareholders in reinvestment of distributions	42,053,608	55,819,279
Cost of shares redeemed	(112,173,138)	(226,681,810)
Increase (decrease) in net assets derived from capital share transactions	(23,169,803)	(44,123,869)
Net increase (decrease) in net assets	56,850,404	(117,088,735)
<b>Net Assets</b>		
Beginning of period	896,586,154	1,013,674,889
End of period	\$ 953,436,558	\$ 896,586,154

(a) Class liquidated and is no longer offered for sale as of February 23, 2024.

# Financial Highlights selected per share data and ratios

Class A	Six months ended April 30, 2024*	Year Ended October 31,				
		2023	2022	2021	2020	2019
Net asset value at beginning of period	\$ 25.98	\$ 28.11	\$ 55.21	\$ 39.49	\$ 42.24	\$ 41.20
Net investment income (loss) (a)	0.23	0.39	0.36	0.30	0.21	0.26
Net realized and unrealized gain (loss)	3.31	(0.94)	(1.68)	17.09	0.55	4.88
Total from investment operations	3.54	(0.55)	(1.32)	17.39	0.76	5.14
<b>Less distributions:</b>						
From net investment income	(0.40)	(0.42)	(0.38)	(0.25)	(0.31)	(0.28)
From net realized gain on investments	(0.87)	(1.16)	(25.40)	(1.42)	(3.20)	(3.82)
Total distributions	(1.27)	(1.58)	(25.78)	(1.67)	(3.51)	(4.10)
Net asset value at end of period	\$ 28.25	\$ 25.98	\$ 28.11	\$ 55.21	\$ 39.49	\$ 42.24
Total investment return (b)	13.91%	(2.17)%	(2.68)%	45.14%	1.66%	13.54%
<b>Ratios (to average net assets)/Supplemental Data:</b>						
Net investment income (loss)	1.63%††	1.42%	1.21%	0.60%	0.55%	0.67%
Net expenses (c)	1.03%††	1.03%(d)	1.02%(d)	1.06%	1.10%(e)	1.11%
Portfolio turnover rate	20%	29%	37%	23%	16%	20%
Net assets at end of period (in 000's)	\$ 522,084	\$ 485,177	\$ 522,937	\$ 547,299	\$ 389,530	\$ 427,040

\* Unaudited.

†† Annualized.

(a) Per share data based on average shares outstanding during the period.

(b) Total investment return is calculated exclusive of sales charges and assumes the reinvestment of dividends and distributions. For periods of less than one year, total return is not annualized.

(c) In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro-rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above expense ratios.

(d) Expense waiver/reimbursement less than 0.01%.

(e) Net of interest expense which is less than one-tenth of a percent.

# Financial Highlights selected per share data and ratios

Investor Class	Six months ended April 30, 2024*	Year Ended October 31,				
		2023	2022	2021	2020	2019
Net asset value at beginning of period	\$ 25.96	\$ 28.09	\$ 55.08	\$ 39.40	\$ 42.17	\$ 41.15
Net investment income (loss) (a)	0.19	0.31	0.29	0.14	0.10	0.18
Net realized and unrealized gain (loss)	3.32	(0.93)	(1.69)	17.09	0.53	4.86
Total from investment operations	3.51	(0.62)	(1.40)	17.23	0.63	5.04
<b>Less distributions:</b>						
From net investment income	(0.33)	(0.35)	(0.19)	(0.13)	(0.20)	(0.20)
From net realized gain on investments	(0.87)	(1.16)	(25.40)	(1.42)	(3.20)	(3.82)
Total distributions	(1.20)	(1.51)	(25.59)	(1.55)	(3.40)	(4.02)
Net asset value at end of period	\$ 28.27	\$ 25.96	\$ 28.09	\$ 55.08	\$ 39.40	\$ 42.17
Total investment return (b)	13.79%	(2.43)%	(2.91)%	44.73%	1.35%	13.27%
<b>Ratios (to average net assets)/Supplemental Data:</b>						
Net investment income (loss)	1.39%††	1.16%	0.97%	0.28%	0.25%	0.46%
Net expenses (c)	1.29%††	1.30%	1.26%	1.36%	1.40%(d)	1.33%
Expenses (before waiver/reimbursement) (c)	1.29%††	1.30%(e)	1.26%(e)	1.36%	1.41%	1.38%
Portfolio turnover rate	20%	29%	37%	23%	16%	20%
Net assets at end of period (in 000's)	\$ 50,948	\$ 50,024	\$ 56,061	\$ 66,193	\$ 69,423	\$ 80,733

\* Unaudited.

†† Annualized.

(a) Per share data based on average shares outstanding during the period.

(b) Total investment return is calculated exclusive of sales charges and assumes the reinvestment of dividends and distributions. For periods of less than one year, total return is not annualized.

(c) In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro-rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above expense ratios.

(d) Net of interest expense which is less than one-tenth of a percent.

(e) Expense waiver/reimbursement less than 0.01%.



# Financial Highlights selected per share data and ratios

Class B	Six months ended April 30, 2024*	Year Ended October 31,				
		2023	2022	2021	2020	2019
Net asset value at beginning of period	\$ 18.30	\$ 20.29	\$ 47.03	\$ 33.97	\$ 36.88	\$ 36.53
Net investment income (loss) (a)	0.06	0.08	0.05	(0.20)	(0.16)	(0.09)
Net realized and unrealized gain (loss)	2.32	(0.66)	(1.39)	14.68	0.45	4.26
Total from investment operations	2.38	(0.58)	(1.34)	14.48	0.29	4.17
<b>Less distributions:</b>						
From net investment income	(0.24)	(0.25)	—	—	—	—
From net realized gain on investments	(0.87)	(1.16)	(25.40)	(1.42)	(3.20)	(3.82)
Total distributions	(1.11)	(1.41)	(25.40)	(1.42)	(3.20)	(3.82)
Net asset value at end of period	\$ 19.57	\$ 18.30	\$ 20.29	\$ 47.03	\$ 33.97	\$ 36.88
Total investment return (b)	13.36%	(3.18)%	(3.66)%	43.67%	0.57%	12.45%
<b>Ratios (to average net assets)/Supplemental Data:</b>						
Net investment income (loss)	0.67%††	0.43%	0.23%	(0.47)%	(0.48)%	(0.27)%
Net expenses (c)	2.04%††	2.05%	2.01%	2.11%	2.15%(d)	2.08%
Expenses (before waiver/reimbursement) (c)	2.04%††	2.05%(e)	2.01%(e)	2.11%	2.16%	2.13%
Portfolio turnover rate	20%	29%	37%	23%	16%	20%
Net assets at end of period (in 000's)	\$ 3,191	\$ 4,503	\$ 8,045	\$ 13,100	\$ 14,212	\$ 21,088

\* Unaudited.

†† Annualized.

(a) Per share data based on average shares outstanding during the period.

(b) Total investment return is calculated exclusive of sales charges and assumes the reinvestment of dividends and distributions. For periods of less than one year, total return is not annualized.

(c) In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro-rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above expense ratios.

(d) Net of interest expense which is less than one-tenth of a percent.

(e) Expense waiver/reimbursement less than 0.01%.

# Financial Highlights selected per share data and ratios

Class C	Six months ended April 30, 2024*	Year Ended October 31,				
		2023	2022	2021	2020	2019
Net asset value at beginning of period	\$ 18.31	\$ 20.30	\$ 47.04	\$ 33.98	\$ 36.88	\$ 36.53
Net investment income (loss) (a)	0.06	0.08	0.05	(0.21)	(0.16)	(0.07)
Net realized and unrealized gain (loss)	2.33	(0.66)	(1.39)	14.69	0.46	4.24
Total from investment operations	2.39	(0.58)	(1.34)	14.48	0.30	4.17
<b>Less distributions:</b>						
From net investment income	(0.24)	(0.25)	—	—	—	—
From net realized gain on investments	(0.87)	(1.16)	(25.40)	(1.42)	(3.20)	(3.82)
Total distributions	(1.11)	(1.41)	(25.40)	(1.42)	(3.20)	(3.82)
Net asset value at end of period	\$ 19.59	\$ 18.31	\$ 20.30	\$ 47.04	\$ 33.98	\$ 36.88
Total investment return (b)	13.41%	(3.18)%	(3.66)%	43.65%	0.60%	12.45%
<b>Ratios (to average net assets)/Supplemental Data:</b>						
Net investment income (loss)	0.61%††	0.41%	0.22%	(0.50)%	(0.48)%	(0.22)%
Net expenses (c)	2.04%††	2.05%	2.00%	2.11%	2.15%(d)	2.07%
Expenses (before waiver/reimbursement) (c)	2.04%††	2.05%(e)	2.01%	2.11%	2.16%	2.12%
Portfolio turnover rate	20%	29%	37%	23%	16%	20%
Net assets at end of period (in 000's)	\$ 17,220	\$ 14,603	\$ 14,564	\$ 11,119	\$ 14,315	\$ 22,933

\* Unaudited.

†† Annualized.

(a) Per share data based on average shares outstanding during the period.

(b) Total investment return is calculated exclusive of sales charges and assumes the reinvestment of dividends and distributions. For periods of less than one year, total return is not annualized.

(c) In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro-rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above expense ratios.

(d) Net of interest expense which is less than one-tenth of a percent.

(e) Expense waiver/reimbursement less than 0.01%.

# Financial Highlights selected per share data and ratios

Class I	Six months ended April 30, 2024*	Year Ended October 31,				
		2023	2022	2021	2020	2019
Net asset value at beginning of period	\$ 28.06	\$ 30.24	\$ 57.43	\$ 40.99	\$ 43.71	\$ 42.51
Net investment income (loss) (a)	0.30	0.51	0.48	0.30	0.32	0.38
Net realized and unrealized gain (loss)	3.58	(1.02)	(1.76)	17.91	0.57	5.02
Total from investment operations	3.88	(0.51)	(1.28)	18.21	0.89	5.40
<b>Less distributions:</b>						
From net investment income	(0.49)	(0.51)	(0.51)	(0.35)	(0.41)	(0.38)
From net realized gain on investments	(0.87)	(1.16)	(25.40)	(1.42)	(3.20)	(3.82)
Total distributions	(1.36)	(1.67)	(25.91)	(1.77)	(3.61)	(4.20)
Net asset value at end of period	\$ 30.58	\$ 28.06	\$ 30.24	\$ 57.43	\$ 40.99	\$ 43.71
Total investment return (b)	14.14%	(1.88)%	(2.37)%	45.57%	1.92%	13.80%
<b>Ratios (to average net assets)/Supplemental Data:</b>						
Net investment income (loss)	1.98%††	1.76%	1.51%	0.61%	0.81%	0.93%
Net expenses (c)	0.70%††	0.70%	0.70%	0.82%	0.85%(d)	0.86%
Expenses (before waiver/reimbursement) (c)	0.78%††	0.79%	0.77%	0.83%	0.85%	0.86%
Portfolio turnover rate	20%	29%	37%	23%	16%	20%
Net assets at end of period (in 000's)	\$ 132,731	\$ 141,185	\$ 137,117	\$ 102,714	\$ 417,329	\$ 488,730

\* Unaudited.

†† Annualized.

(a) Per share data based on average shares outstanding during the period.

(b) Total investment return is calculated exclusive of sales charges and assumes the reinvestment of dividends and distributions. Class I shares are not subject to sales charges. For periods of less than one year, total return is not annualized.

(c) In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro-rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above expense ratios.

(d) Net of interest expense which is less than one-tenth of a percent.

# Financial Highlights selected per share data and ratios

Class R6	Six months ended April 30, 2024*	Year Ended October 31,		April 26, 2021^ through October 31, 2021
		2023	2022	
Net asset value at beginning of period	\$ 28.02	\$ 30.20	\$ 57.42	\$ 53.83**
Net investment income (loss) (a)	0.29	0.52	0.49	0.65
Net realized and unrealized gain (loss)	3.58	(1.03)	(1.77)	2.94
Total from investment operations	3.87	(0.51)	(1.28)	3.59
<b>Less distributions:</b>				
From net investment income	(0.49)	(0.51)	(0.54)	—
From net realized gain on investments	(0.87)	(1.16)	(25.40)	—
Total distributions	(1.36)	(1.67)	(25.94)	—
Net asset value at end of period	\$ 30.53	\$ 28.02	\$ 30.20	\$ 57.42
Total investment return (b)	14.12%	(1.88)%	(2.37)%	6.67%
<b>Ratios (to average net assets)/Supplemental Data:</b>				
Net investment income (loss)	1.96%††	1.77%	1.52%	1.25%††
Net expenses (c)	0.70%††(d)	0.70%	0.70%	0.72%††
Expenses (before waiver/reimbursement) (c)	0.70%††	0.71%	0.71%	0.72%††
Portfolio turnover rate	20%	29%	37%	23%
Net assets at end of period (in 000's)	\$ 227,261	\$ 198,461	\$ 272,274	\$ 356,580

\* Unaudited.

\*\* Based on the net asset value of Class I as of April 26, 2021.

^ Inception date.

†† Annualized.

(a) Per share data based on average shares outstanding during the period.

(b) Total investment return is calculated exclusive of sales charges and assumes the reinvestment of dividends and distributions. Class R6 shares are not subject to sales charges. For periods of less than one year, total return is not annualized.

(c) In addition to the fees and expenses which the Fund bears directly, it also indirectly bears a pro-rata share of the fees and expenses of the underlying funds in which it invests. Such indirect expenses are not included in the above expense ratios.

(d) Expense waiver/reimbursement less than 0.01%.

# Notes to Financial Statements (Unaudited)

## Note 1-Organization and Business

The MainStay Funds (the "Trust") was organized on January 9, 1986, as a Massachusetts business trust. The Trust is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company, and is comprised of eleven funds (collectively referred to as the "Funds"). These financial statements and notes relate to the MainStay WMC Value Fund (the "Fund"), a "diversified" fund, as that term is defined in the 1940 Act, as interpreted or modified by regulatory authorities having jurisdiction, from time to time.

The following table lists the Fund's share classes that have been registered and commenced operations:

Class	Commenced Operations
Class A	June 9, 1999
Investor Class	February 28, 2008
Class B	June 9, 1999
Class C	June 9, 1999
Class I	January 21, 1971
Class R6	April 26, 2021

Effective at the close of business on February 23, 2024, Class R1, R2 and R3 shares were liquidated.

Class B shares of the MainStay Group of Funds are closed to all new purchases as well as additional investments by existing Class B shareholders. Existing Class B shareholders may continue to reinvest dividends and capital gains distributions, as well as exchange their Class B shares for Class B shares of other funds in the MainStay Group of Funds as permitted by the current exchange privileges. Class B shareholders continue to be subject to any applicable contingent deferred sales charge ("CDSC") at the time of redemption. All other features of the Class B shares, including but not limited to the fees and expenses applicable to Class B shares, remain unchanged. Unless redeemed, Class B shareholders will remain in Class B shares of their respective fund until the Class B shares are converted to Class A or Investor Class shares pursuant to the applicable conversion schedule.

Class A and Investor Class shares are offered at net asset value ("NAV") per share plus an initial sales charge. No initial sales charge applies to investments of \$1 million or more (and certain other qualified purchases) in Class A and Investor Class shares. A CDSC of 1.00% may be imposed on certain redemptions of Class A and Investor Class shares made within 18 months of the date of purchase on shares that were purchased without an initial sales charge. Class C shares are offered at NAV without an initial sales charge, although a 1.00% CDSC may be imposed on certain redemptions of such shares made within one year of the date of purchase of Class C shares. Class I and Class R6 shares are offered at NAV without a sales charge. Depending upon eligibility, Class C shares convert to either Class A or Investor Class shares at the end of the calendar quarter eight years after the date they were purchased. Additionally, Investor Class shares may convert automatically to Class A shares. Under certain circumstances and as may be permitted by the Trust's multiple class plan pursuant to Rule 18f-3 under the 1940 Act,

specified share classes of the Fund may be converted to one or more other share classes of the Fund as disclosed in the capital share transactions within these Notes. The classes of shares have the same voting (except for issues that relate solely to one class), dividend, liquidation and other rights, and the same terms and conditions, except that under distribution plans pursuant to Rule 12b-1 under the 1940 Act, Class C shares are subject to higher distribution and/or service fees than Class A and Investor Class shares. Class I and Class R6 shares are not subject to a distribution and/or service fee.

The Fund's investment objective is to seek long-term appreciation of capital.

## Note 2—Significant Accounting Policies

The Fund is an investment company and accordingly follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board ("FASB") Accounting Standards Codification *Topic 946 Financial Services—Investment Companies*. The Fund prepares its financial statements in accordance with generally accepted accounting principles ("GAAP") in the United States of America and follows the significant accounting policies described below.

**(A) Securities Valuation.** Investments are usually valued as of the close of regular trading on the New York Stock Exchange (the "Exchange") (usually 4:00 p.m. Eastern time) on each day the Fund is open for business ("valuation date").

Pursuant to Rule 2a-5 under the 1940 Act, the Board of Trustees of the Trust (the "Board") has designated New York Life Investment Management LLC ("New York Life Investments" or the "Manager") as its Valuation Designee (the "Valuation Designee"). The Valuation Designee is responsible for performing fair valuations relating to all investments in the Fund's portfolio for which market quotations are not readily available; periodically assessing and managing material valuation risks; establishing and applying fair value methodologies; testing fair valuation methodologies; evaluating and overseeing pricing services; ensuring appropriate segregation of valuation and portfolio management functions; providing quarterly, annual and prompt reporting to the Board, as appropriate; identifying potential conflicts of interest; and maintaining appropriate records. The Valuation Designee has established a valuation committee ("Valuation Committee") to assist in carrying out the Valuation Designee's responsibilities and establish prices of securities for which market quotations are not readily available. The Fund's and the Valuation Designee's policies and procedures ("Valuation Procedures") govern the Valuation Designee's selection and application of methodologies for determining and calculating the fair value of Fund investments. The Valuation Designee may value the Fund's portfolio securities for which market quotations are not readily available and other Fund assets utilizing inputs from pricing services and other third-party sources. The Valuation Committee meets (in person, via electronic mail or via teleconference) on an ad-hoc basis to determine fair valuations and on a quarterly basis to review fair value events with respect to certain securities for which

# Notes to Financial Statements (Unaudited) (continued)

market quotations are not readily available, including valuation risks and back-testing results, and to preview reports to the Board.

The Valuation Committee establishes prices of securities for which market quotations are not readily available based on such methodologies and measurements on a regular basis after considering information that is reasonably available and deemed relevant by the Valuation Committee. The Board shall oversee the Valuation Designee and review fair valuation materials on a prompt, quarterly and annual basis and approve proposed revisions to the Valuation Procedures.

Investments for which market quotations are not readily available are valued at fair value as determined in good faith pursuant to the Valuation Procedures. A market quotation is readily available only when that quotation is a quoted price (unadjusted) in active markets for identical investments that the Fund can access at the measurement date, provided that a quotation will not be readily available if it is not reliable. "Fair value" is defined as the price the Fund would reasonably expect to receive upon selling an asset or liability in an orderly transaction to an independent buyer in the principal or most advantageous market for the asset or liability. Fair value measurements are determined within a framework that establishes a three-tier hierarchy that maximizes the use of observable market data and minimizes the use of unobservable inputs to establish a classification of fair value measurements for disclosure purposes. "Inputs" refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk, such as the risk inherent in a particular valuation technique used to measure fair value using a pricing model and/or the risk inherent in the inputs for the valuation technique. Inputs may be observable or unobservable. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Fund. Unobservable inputs reflect the Fund's own assumptions about the assumptions market participants would use in pricing the asset or liability based on the information available. The inputs or methodology used for valuing assets or liabilities may not be an indication of the risks associated with investing in those assets or liabilities. The three-tier hierarchy of inputs is summarized below.

- Level 1—quoted prices (unadjusted) in active markets for an identical asset or liability
- Level 2—other significant observable inputs (including quoted prices for a similar asset or liability in active markets, interest rates and yield curves, prepayment speeds, credit risk, etc.)
- Level 3—significant unobservable inputs (including the Fund's own assumptions about the assumptions that market participants would use in measuring fair value of an asset or liability)

The level of an asset or liability within the fair value hierarchy is based on the lowest level of an input, both individually and in the aggregate, that is significant to the fair value measurement. The aggregate value by input level of the Fund's assets and liabilities as of April 30, 2024, is included at the end of the Portfolio of Investments.

The Fund may use third-party vendor evaluations, whose prices may be derived from one or more of the following standard inputs, among others:

• Broker/dealer quotes	• Benchmark securities
• Two-sided markets	• Reference data (corporate actions or material event notices)
• Bids/offers	• Monthly payment information
• Industry and economic events	• Reported trades

An asset or liability for which a market quotation is not readily available is valued by methods deemed reasonable in good faith by the Valuation Committee, following the Valuation Procedures to represent fair value. Under these procedures, the Valuation Designee generally uses a market-based approach which may use related or comparable assets or liabilities, recent transactions, market multiples, book values and other relevant information. The Valuation Designee may also use an income-based valuation approach in which the anticipated future cash flows of the asset or liability are discounted to calculate fair value. Discounts may also be applied due to the nature and/or duration of any restrictions on the disposition of the asset or liability. Fair value represents a good faith approximation of the value of a security. Fair value determinations involve the consideration of a number of subjective factors, an analysis of applicable facts and circumstances and the exercise of judgment. As a result, it is possible that the fair value for a security determined in good faith in accordance with the Valuation Procedures may differ from valuations for the same security determined for other funds using their own valuation procedures. Although the Valuation Procedures are designed to value a security at the price the Fund may reasonably expect to receive upon the security's sale in an orderly transaction, there can be no assurance that any fair value determination thereunder would, in fact, approximate the amount that the Fund would actually realize upon the sale of the security or the price at which the security would trade if a reliable market price were readily available. During the six-month period ended April 30, 2024, there were no material changes to the fair value methodologies.

Securities which may be valued in this manner include, but are not limited to: (i) a security for which trading has been halted or suspended or otherwise does not have a readily available market quotation on a given day; (ii) a debt security that has recently gone into default and for which there is not a current market quotation; (iii) a security of an issuer that has entered into a restructuring; (iv) a security that has been delisted from a national exchange; (v) a security subject to trading collars for which no or limited trading takes place; and (vi) a security whose principal market has been temporarily closed at a time when, under normal conditions, it would be open. Securities valued in this manner are generally categorized as Level 2 or 3 in the hierarchy.

Equity securities, rights and warrants, if applicable, are valued at the last quoted sales prices as of the close of regular trading on the relevant exchange on each valuation date. Securities that are not traded on the valuation date are valued at the mean of the last quoted bid and ask prices. Prices are normally taken from the principal market in which each

security trades. These securities are generally categorized as Level 1 in the hierarchy.

Investments in mutual funds, including money market funds, are valued at their respective NAVs at the close of business each day on the valuation date. These securities are generally categorized as Level 1 in the hierarchy.

Temporary cash investments acquired in excess of 60 days to maturity at the time of purchase are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities and ratings), both as furnished by independent pricing services. Temporary cash investments that mature in 60 days or less at the time of purchase ("Short-Term Investments") are valued using the amortized cost method of valuation, unless the use of such method would be inappropriate. The amortized cost method involves valuing a security at its cost on the date of purchase and thereafter assuming a constant amortization to maturity of the difference between such cost and the value on maturity date. Amortized cost approximates the current fair value of a security. Securities valued using the amortized cost method are not valued using quoted prices in an active market and are generally categorized as Level 2 in the hierarchy.

The information above is not intended to reflect an exhaustive list of the methodologies that may be used to value portfolio investments. The Valuation Procedures permit the use of a variety of valuation methodologies in connection with valuing portfolio investments. The methodology used for a specific type of investment may vary based on the market data available or other considerations. The methodologies summarized above may not represent the specific means by which portfolio investments are valued on any particular business day.

**(B) Income Taxes.** The Fund's policy is to comply with the requirements of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"), applicable to regulated investment companies and to distribute all of its taxable income to the shareholders of the Fund within the allowable time limits.

The Manager evaluates the Fund's tax positions to determine if the tax positions taken meet the minimum recognition threshold in connection with accounting for uncertainties in income tax positions taken or expected to be taken for the purposes of measuring and recognizing tax liabilities in the financial statements. Recognition of tax benefits of an uncertain tax position is permitted only to the extent the position is "more likely than not" to be sustained assuming examination by taxing authorities. The Manager analyzed the Fund's tax positions taken on federal, state and local income tax returns for all open tax years (for up to three tax years) and has concluded that no provisions for federal, state and local income tax are required in the Fund's financial statements. The Fund's federal, state and local income tax and federal excise tax returns for tax years for which the applicable statutes of limitations have not expired are subject to examination by the Internal Revenue Service and state and local departments of revenue.

**(C) Dividends and Distributions to Shareholders.** Dividends and distributions are recorded on the ex-dividend date. The Fund intends to declare and pay dividends from net investment income and distributions from net realized capital and currency gains, if any, at least annually. Unless a shareholder elects otherwise, all dividends and distributions are reinvested at NAV in the same class of shares of the Fund. Dividends and distributions to shareholders are determined in accordance with federal income tax regulations and may differ from determinations using GAAP.

**(D) Security Transactions and Investment Income.** The Fund records security transactions on the trade date. Realized gains and losses on security transactions are determined using the identified cost method. Dividend income is recognized on the ex-dividend date, net of any foreign tax withheld at the source, and interest income is accrued as earned using the effective interest rate method. Distributions received from real estate investment trusts may be classified as dividends, capital gains and/or return of capital.

Investment income and realized and unrealized gains and losses on investments of the Fund are allocated pro rata to the separate classes of shares based upon their relative net assets on the date the income is earned or realized and unrealized gains and losses are incurred.

**(E) Expenses.** Expenses of the Trust are allocated to the individual Funds in proportion to the net assets of the respective Funds when the expenses are incurred, except where direct allocations of expenses can be made. Expenses (other than transfer agent expenses and fees incurred under the shareholder services plans and/or the distribution plans further discussed in Note 3(B)) are allocated to separate classes of shares pro rata based upon their relative net assets on the date the expenses are incurred. The expenses borne by the Fund, including those of related parties to the Fund, are shown in the Statement of Operations.

Additionally, the Fund may invest in mutual funds, which are subject to management fees and other fees that may cause the costs of investing in mutual funds to be greater than the costs of owning the underlying securities directly. These indirect expenses of mutual funds are not included in the amounts shown as expenses in the Statement of Operations or in the expense ratios included in the Financial Highlights.

**(F) Use of Estimates.** In preparing financial statements in conformity with GAAP, the Manager makes estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates and assumptions.

**(G) Foreign Currency Transactions.** The Fund's books and records are maintained in U.S. dollars. Prices of securities denominated in foreign currency amounts are translated into U.S. dollars at the mean between the buying and selling rates last quoted by any major U.S. bank at the following dates:

- (i) market value of investment securities, other assets and liabilities—at the valuation date; and
- (ii) purchases and sales of investment securities, income and expenses—at the date of such transactions.



# Notes to Financial Statements (Unaudited) (continued)

The assets and liabilities that are denominated in foreign currency amounts are presented at the exchange rates and market values at the close of the period. The realized and unrealized changes in net assets arising from fluctuations in exchange rates and market prices of securities are not separately presented.

Net realized gain (loss) on foreign currency transactions represents net currency gains or losses realized as a result of differences between the amounts of securities sale proceeds or purchase cost, dividends, interest and withholding taxes as recorded on the Fund's books, and the U.S. dollar equivalent amount actually received or paid. Net currency gains or losses from valuing such foreign currency denominated assets and liabilities, other than investments at valuation date exchange rates, are reflected in unrealized foreign exchange gains or losses.

**(H) Securities Lending.** In order to realize additional income, the Fund may engage in securities lending, subject to the limitations set forth in the 1940 Act and relevant guidance by the staff of the Securities and Exchange Commission ("SEC"). If the Fund engages in securities lending, the Fund will lend through its custodian, JPMorgan Chase Bank, N.A., ("JPMorgan"), acting as securities lending agent on behalf of the Fund. Under the current arrangement, JPMorgan will manage the Fund's collateral in accordance with the securities lending agency agreement between the Fund and JPMorgan, and indemnify the Fund against counterparty risk. The loans will be collateralized by cash (which may be invested in a money market fund) and/or non-cash collateral (which may include U.S. Treasury securities and/or U.S. government agency securities issued or guaranteed by the United States government or its agencies or instrumentalities) at least equal at all times to the market value of the securities loaned. Non-cash collateral held at year end is segregated and cannot be transferred by the Fund. The Fund bears the risk of delay in recovery of, or loss of rights in, the securities loaned. The Fund may also record a realized gain or loss on securities deemed sold due to a borrower's inability to return securities on loan. The Fund bears the risk of any loss on investment of cash collateral. The Fund will receive compensation for lending its securities in the form of fees or it will retain a portion of interest earned on the investment of any cash collateral. The Fund will also continue to receive interest and dividends on the securities loaned and any gain or loss in the market price of the securities loaned that may occur during the term of the loan will be for the account of the Fund. Income earned from securities lending activities, if any, is reflected in the Statement of Operations.

**(I) Foreign Securities Risk.** The Fund may invest in foreign securities, which carry certain risks that are in addition to the usual risks inherent in domestic securities. Foreign regulatory regimes and securities markets can have less stringent investor protections and disclosure standards and less liquid trading markets than U.S. regulatory regimes and securities markets, and can experience political, social and economic developments that may affect the value of investments in foreign securities. These risks include those resulting from currency fluctuations, future adverse political or economic developments and possible imposition of currency exchange blockages or other foreign governmental

laws or restrictions. Economic sanctions and other similar governmental actions or developments could, among other things, effectively restrict or eliminate the Fund's ability to purchase or sell certain foreign securities or groups of foreign securities, and thus may make the Fund's investments in such securities less liquid or more difficult to value. These risks are likely to be greater in emerging markets than in developed markets. The ability of issuers of debt securities held by the Fund to meet their obligations may be affected by, among other things, economic or political developments in a specific country, industry or region.

**(J) Indemnifications.** Under the Trust's organizational documents, its officers and trustees are indemnified against certain liabilities that may arise out of performance of their duties to the Trust. Additionally, in the normal course of business, the Fund enters into contracts with third-party service providers that contain a variety of representations and warranties and that may provide general indemnifications. The Fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred. The Manager believes that the risk of loss in connection with these potential indemnification obligations is remote. However, there can be no assurance that material liabilities related to such obligations will not arise in the future, which could adversely impact the Fund.

## Note 3—Fees and Related Party Transactions

**(A) Manager and Subadvisor.** New York Life Investments, a registered investment adviser and an indirect, wholly-owned subsidiary of New York Life Insurance Company ("New York Life"), serves as the Fund's Manager, pursuant to an Amended and Restated Management Agreement ("Management Agreement"). The Manager provides offices, conducts clerical, recordkeeping and bookkeeping services and keeps most of the financial and accounting records required to be maintained by the Fund. Except for the portion of salaries and expenses that are the responsibility of the Fund, the Manager pays the salaries and expenses of all personnel affiliated with the Fund and certain operational expenses of the Fund. The Fund reimburses New York Life Investments in an amount equal to the portion of the compensation of the Chief Compliance Officer attributable to the Fund. Wellington Management Company LLP ("Wellington" or the "Subadvisor"), a registered investment adviser, serves as the Subadvisor to the Fund and is responsible for the day-to-day portfolio management of the Fund. Pursuant to the terms of a Subadvisory Agreement ("Subadvisory Agreement") between New York Life Investments and Wellington, New York Life Investments pays for the services of the Subadvisor.

Under the Management Agreement, the Fund pays the Manager a monthly fee for the services performed and the facilities furnished at an annual rate of the Fund's average daily net assets as follows: 0.66% on assets up to \$1 billion; 0.64% on assets from \$1 billion to \$3 billion; and 0.62% on assets over \$3 billion. During the six-month period ended April 30, 2024, the effective management fee rate was 0.66% of the Fund's average daily net assets, exclusive of any applicable waivers/reimbursements.



New York Life Investments has contractually agreed to waive fees and/or reimburse expenses so that Total Annual Fund Operating Expenses (excluding taxes, interest, litigation, extraordinary expenses, brokerage and other transaction expenses relating to the purchase or sale of portfolio investments, and acquired (underlying) fund fees and expenses) for Class I shares do not exceed 0.70% of its average daily net assets. In addition, New York Life Investments will waive fees and/or reimburse expenses so that Total Annual Fund Operating Expenses (excluding taxes, interest, litigation, extraordinary expenses, brokerage and other transaction expenses relating to the purchase or sale of portfolio investments, and acquired (underlying) fund fees and expenses) for Class R6 do not exceed those of Class I. This agreement will remain in effect until February 28, 2025, and shall renew automatically for one-year terms unless New York Life Investments provides written notice of termination prior to the start of the next term or upon approval of the Board.

During the six-month period ended April 30, 2024, New York Life Investments earned fees from the Fund in the amount of \$3,146,718 and waived fees and/or reimbursed expenses in the amount of \$57,752 and paid the Subadvisor fees in the amount of \$1,285,365.

JPMorgan provides sub-administration and sub-accounting services to the Fund pursuant to an agreement with New York Life Investments. These services include calculating the daily NAVs of the Fund, maintaining the general ledger and sub-ledger accounts for the calculation of the Fund's NAVs, and assisting New York Life Investments in conducting various aspects of the Fund's administrative operations. For providing these services to the Fund, JPMorgan is compensated by New York Life Investments.

Pursuant to an agreement between the Trust and New York Life Investments, New York Life Investments is responsible for providing or procuring certain regulatory reporting services for the Fund. The Fund will reimburse New York Life Investments for the actual costs incurred by New York Life Investments in connection with providing or procuring these services for the Fund.

**(B) Distribution and Service Fees.** The Trust, on behalf of the Fund, has entered into a distribution agreement with NYLIFE Distributors LLC (the "Distributor"), an affiliate of New York Life Investments. The Fund has adopted distribution plans (the "Plans") in accordance with the provisions of Rule 12b-1 under the 1940 Act.

Pursuant to the Class A, Investor Class and Class R2 Plans, the Distributor receives a monthly fee from the Class A, Investor Class and Class R2 shares at an annual rate of 0.25% of the average daily net assets of the Class A, Investor Class and Class R2 shares for distribution and/or service activities as designated by the Distributor. Pursuant to the Class B and Class C Plans, Class B and Class C shares pay the Distributor a monthly distribution fee at an annual rate of 0.75% of the average daily net assets of the Class B and Class C shares, along with a service fee at an annual rate of 0.25% of the average daily net assets of the Class B and Class C shares, for a total 12b-1 fee of 1.00%. Pursuant

to the Class R3 Plan, Class R3 shares pay the Distributor a monthly distribution fee at an annual rate of 0.25% of the average daily net assets of the Class R3 shares, along with a service fee at an annual rate of 0.25% of the average daily net assets of the Class R3 shares, for a total 12b-1 fee of 0.50%. Class I, Class R1 and Class R6 shares are not subject to a distribution and/or service fee.

The Plans provide that the distribution and service fees are payable to the Distributor regardless of the amounts actually expended by the Distributor for distribution of the Fund's shares and service activities.

In accordance with the Shareholder Services Plans for the Class R1, Class R2 and Class R3 shares, the Manager has agreed to provide, through its affiliates or independent third parties, various shareholder and administrative support services to shareholders of the Class R1, Class R2 and Class R3 shares. For its services, the Manager, its affiliates or independent third-party service providers are entitled to a shareholder service fee accrued daily and paid monthly at an annual rate of 0.10% of the average daily net assets of the Class R1, Class R2 and Class R3 shares. This is in addition to any fees paid under the Class R2 and Class R3 Plans.

During the period November 1, 2023 through February 23, 2024, shareholder service fees incurred by the Fund were as follows:

Class R1*	\$ 48
Class R2*	225
Class R3*	484

\* Effective at the close of business on February 23, 2024, Class R1, Class R2 and R3 shares were liquidated.

**(C) Sales Charges.** The Fund was advised by the Distributor that the amount of initial sales charges retained on sales of Class A and Investor Class shares during the six-month period ended April 30, 2024, were \$25,961 and \$2,582, respectively.

The Fund was also advised that the Distributor retained CDSCs on redemptions of Class A, Class B and Class C shares during the six-month period ended April 30, 2024, of \$956, \$9 and \$1,411, respectively.

#### **(D) Transfer, Dividend Disbursing and Shareholder Servicing Agent.**

NYLIM Service Company LLC, an affiliate of New York Life Investments, is the Fund's transfer, dividend disbursing and shareholder servicing agent pursuant to an agreement between NYLIM Service Company LLC and the Trust. NYLIM Service Company LLC has entered into an agreement with SS&C Global Investor & Distribution Solutions, Inc. ("SS&C"), pursuant to which SS&C performs certain transfer agent services on behalf of NYLIM Service Company LLC. New York Life Investments has contractually agreed to limit the transfer agency expenses charged to the Fund's share classes to a maximum of 0.35% of that share class's average daily net assets on an annual basis after deducting any applicable Fund or class-level expense reimbursement or small account fees. This agreement will remain in effect until February 28, 2025, and shall renew automatically for one-year terms

# Notes to Financial Statements (Unaudited) (continued)

unless New York Life Investments provides written notice of termination prior to the start of the next term or upon approval of the Board. During the six-month period ended April 30, 2024, transfer agent expenses incurred by the Fund and any reimbursements, pursuant to the aforementioned Transfer Agency expense limitation agreement, were as follows:

Class	Expense	Waived
Class A	\$212,582	\$—
Investor Class	89,852	—
Class B	6,788	—
Class C	28,121	—
Class I	57,853	—
Class R1*	40	—
Class R2*	189	—
Class R3*	403	—
Class R6	4,337	—

\* Effective at the close of business on February 23, 2024, Class R1, Class R2 and R3 shares were liquidated.

**(E) Small Account Fee.** Shareholders with small accounts adversely impact the cost of providing transfer agency services. In an effort to reduce total transfer agency expenses, the Fund has implemented a small account fee on certain types of accounts. As described in the Fund's prospectus, certain shareholders with an account balance of less than \$1,000 (\$5,000 for Class A share accounts) are charged an annual per account fee of \$20 (assessed semi-annually), the proceeds from which offset transfer agent fees as reflected in the Statement of Operations. This small account fee will not apply to certain types of accounts as described further in the Fund's prospectus.

**(F) Capital.** As of April 30, 2024, New York Life and its affiliates beneficially held shares of the Fund with the values and percentages of net assets as follows:

Class R6	\$29,155	0.0%‡
----------	----------	-------

‡ Less than one-tenth of a percent.

## Note 4–Federal Income Tax

As of April 30, 2024, the cost and unrealized appreciation (depreciation) of the Fund's investment portfolio, including applicable derivative contracts and other financial instruments, as determined on a federal income tax basis, were as follows:

	Federal Tax Cost	Gross Unrealized Appreciation	Gross Unrealized Depreciation	Net Unrealized Appreciation/Depreciation
Investments in Securities	\$843,221,107	\$153,527,745	\$(40,576,990)	\$112,950,755

During the year ended October 31, 2023, the tax character of distributions paid as reflected in the Statements of Changes in Net Assets was as follows:

	2023
Distributions paid from:	
Ordinary Income	\$17,709,162
Long-Term Capital Gains	39,237,847
Total	\$56,947,009

## Note 5–Custodian

JPMorgan is the custodian of cash and securities held by the Fund. Custodial fees are charged to the Fund based on the Fund's net assets and/or the market value of securities held by the Fund and the number of certain transactions incurred by the Fund.

## Note 6–Line of Credit

The Fund and certain other funds managed by New York Life Investments maintain a line of credit with a syndicate of banks in order to secure a source of funds for temporary purposes to meet unanticipated or excessive redemption requests.

Effective July 25, 2023, under the credit agreement (the "Credit Agreement"), the aggregate commitment amount is \$600,000,000 with an additional uncommitted amount of \$100,000,000. The commitment fee is an annual rate of 0.15% of the average commitment amount payable quarterly, regardless of usage, to JPMorgan, who serves as the agent to the syndicate. The commitment fee is allocated among the Fund and certain other funds managed by New York Life Investments based upon their respective net assets and other factors. Interest on any revolving credit loan is charged based upon the Federal Funds Rate, Daily Simple Secured Overnight Financing Rate ("SOFR") + 0.10%, or the Overnight Bank Funding Rate, whichever is higher. The Credit Agreement expires on July 23, 2024, although the Fund, certain other funds managed by New York Life Investments and the syndicate of banks may renew the Credit Agreement for an additional year on the same or different terms or enter into a credit agreement with a different syndicate of banks. Prior to July 25, 2023, the aggregate commitment amount and the commitment fee were the same as those under the current Credit Agreement. During the six-month period ended April 30, 2024, there were no borrowings made or outstanding with respect to the Fund under the Credit Agreement.

## Note 7–Interfund Lending Program

Pursuant to an exemptive order issued by the SEC, the Fund, along with certain other funds managed by New York Life Investments, may participate in an interfund lending program. The interfund lending program provides an alternative credit facility that permits the Fund and certain other funds managed by New York Life Investments to lend or borrow money for temporary purposes directly to or from one another, subject to the conditions of the exemptive order. During the six-month

period ended April 30, 2024, there were no interfund loans made or outstanding with respect to the Fund.

## Note 8—Purchases and Sales of Securities (in 000's)

During the six-month period ended April 30, 2024, purchases and sales of securities, other than short-term securities, were \$191,627 and \$248,348, respectively.

## Note 9—Capital Share Transactions

Transactions in capital shares for the six-month period ended April 30, 2024 and the year ended October 31, 2023, were as follows:

Class A	Shares	Amount
Six-month period ended April 30, 2024:		
Shares sold	459,660	\$ 12,797,128
Shares issued to shareholders in reinvestment of distributions	847,795	22,466,522
Shares redeemed	(1,705,715)	(47,382,613)
Net increase (decrease) in shares outstanding before conversion	(398,260)	(12,118,963)
Shares converted into Class A (See Note 1)	202,135	5,684,135
Shares converted from Class A (See Note 1)	(974)	(26,865)
Net increase (decrease)	(197,099)	\$ (6,461,693)
Year ended October 31, 2023:		
Shares sold	1,590,537	\$ 43,127,887
Shares issued to shareholders in reinvestment of distributions	1,052,417	28,541,623
Shares redeemed	(2,737,252)	(74,286,857)
Net increase (decrease) in shares outstanding before conversion	(94,298)	(2,617,347)
Shares converted into Class A (See Note 1)	179,908	4,832,388
Shares converted from Class A (See Note 1)	(11,768)	(323,015)
Net increase (decrease)	73,842	\$ 1,892,026

Investor Class	Shares	Amount
Six-month period ended April 30, 2024:		
Shares sold	19,524	\$ 545,482
Shares issued to shareholders in reinvestment of distributions	85,677	2,274,715
Shares redeemed	(90,877)	(2,530,023)
Net increase (decrease) in shares outstanding before conversion	14,324	290,174
Shares converted into Investor Class (See Note 1)	11,967	337,647
Shares converted from Investor Class (See Note 1)	(151,077)	(4,265,275)
Net increase (decrease)	(124,786)	\$ (3,637,454)
Year ended October 31, 2023:		
Shares sold	51,736	\$ 1,400,586
Shares issued to shareholders in reinvestment of distributions	110,738	3,007,651
Shares redeemed	(174,718)	(4,739,165)
Net increase (decrease) in shares outstanding before conversion	(12,244)	(330,928)
Shares converted into Investor Class (See Note 1)	31,998	887,420
Shares converted from Investor Class (See Note 1)	(88,401)	(2,373,861)
Net increase (decrease)	(68,647)	\$ (1,817,369)
Class B	Shares	Amount
Six-month period ended April 30, 2024:		
Shares sold	97	\$ 1,929
Shares issued to shareholders in reinvestment of distributions	14,173	261,360
Shares redeemed	(18,643)	(364,519)
Net increase (decrease) in shares outstanding before conversion	(4,373)	(101,230)
Shares converted from Class B (See Note 1)	(78,583)	(1,527,369)
Net increase (decrease)	(82,956)	\$ (1,628,599)
Year ended October 31, 2023:		
Shares sold	1,127	\$ 22,150
Shares issued to shareholders in reinvestment of distributions	28,265	544,951
Shares redeemed	(39,346)	(753,882)
Net increase (decrease) in shares outstanding before conversion	(9,954)	(186,781)
Shares converted from Class B (See Note 1)	(140,526)	(2,699,233)
Net increase (decrease)	(150,480)	\$ (2,886,014)

# Notes to Financial Statements (Unaudited) (continued)

Class C	Shares	Amount
Six-month period ended April 30, 2024:		
Shares sold	156,648	\$ 3,049,857
Shares issued to shareholders in reinvestment of distributions	46,228	852,900
Shares redeemed	(109,389)	(2,120,392)
Net increase (decrease) in shares outstanding before conversion	93,487	1,782,365
Shares converted from Class C (See Note 1)	(11,643)	(226,353)
Net increase (decrease)	81,844	\$ 1,556,012
Year ended October 31, 2023:		
Shares sold	296,509	\$ 5,705,628
Shares issued to shareholders in reinvestment of distributions	50,505	974,235
Shares redeemed	(234,517)	(4,556,446)
Net increase (decrease) in shares outstanding before conversion	112,497	2,123,417
Shares converted from Class C (See Note 1)	(32,491)	(625,729)
Net increase (decrease)	80,006	\$ 1,497,688

Class I	Shares	Amount
Six-month period ended April 30, 2024:		
Shares sold	360,630	\$ 10,798,781
Shares issued to shareholders in reinvestment of distributions	225,774	6,468,424
Shares redeemed	(1,277,464)	(38,251,755)
Net increase (decrease) in shares outstanding before conversion	(691,060)	(20,984,550)
Shares converted into Class I (See Note 1)	901	26,865
Shares converted from Class I (See Note 1)	(93)	(2,785)
Net increase (decrease)	(690,252)	\$(20,960,470)
Year ended October 31, 2023:		
Shares sold	2,437,113	\$ 71,634,987
Shares issued to shareholders in reinvestment of distributions	270,746	7,908,495
Shares redeemed	(2,222,127)	(64,985,391)
Net increase (decrease) in shares outstanding before conversion	485,732	14,558,091
Shares converted into Class I (See Note 1)	11,171	330,560
Shares converted from Class I (See Note 1)	(970)	(28,530)
Net increase (decrease)	495,933	\$ 14,860,121

Class R1	Shares	Amount
Six-month period ended April 30, 2024: <sup>(a)</sup>		
Shares sold	69	\$ 1,917
Shares issued to shareholders in reinvestment of distributions	297	8,014
Shares redeemed	(6,460)	(185,193)
Net increase (decrease)	(6,094)	\$ (175,262)
Year ended October 31, 2023:		
Shares sold	197	\$ 5,380
Shares issued to shareholders in reinvestment of distributions	359	9,920
Shares redeemed	(473)	(13,122)
Net increase (decrease)	83	\$ 2,178

Class R2	Shares	Amount
Six-month period ended April 30, 2024: <sup>(a)</sup>		
Shares sold	600	\$ 16,536
Shares issued to shareholders in reinvestment of distributions	1,671	44,945
Shares redeemed	(40,494)	(1,144,325)
Net increase (decrease)	(38,223)	\$ (1,082,844)
Year ended October 31, 2023:		
Shares sold	1,806	\$ 49,580
Shares issued to shareholders in reinvestment of distributions	1,923	52,887
Shares redeemed	(1,834)	(50,187)
Net increase (decrease)	1,895	\$ 52,280

Class R3	Shares	Amount
Six-month period ended April 30, 2024: <sup>(a)</sup>		
Shares sold	3,978	\$ 109,290
Shares issued to shareholders in reinvestment of distributions	2,412	64,120
Shares redeemed	(62,779)	(1,770,885)
Net increase (decrease)	(56,389)	\$ (1,597,475)
Year ended October 31, 2023:		
Shares sold	18,812	\$ 507,413
Shares issued to shareholders in reinvestment of distributions	2,864	77,938
Shares redeemed	(17,565)	(458,612)
Net increase (decrease)	4,111	\$ 126,739

<b>Class R6</b>	<b>Shares</b>	<b>Amount</b>
Six-month period ended April 30, 2024:		
Shares sold	652,974	\$ 19,628,807
Shares issued to shareholders in reinvestment of distributions	336,105	9,612,608
Shares redeemed	(627,915)	(18,423,433)
Net increase (decrease)	361,164	\$ 10,817,982
Year ended October 31, 2023:		
Shares sold	148,724	\$ 4,285,051
Shares issued to shareholders in reinvestment of distributions	503,997	14,701,579
Shares redeemed	(2,587,712)	(76,838,148)
Net increase (decrease)	(1,934,991)	\$(57,851,518)

(a) Class liquidated and is no longer offered for sale as of February 23, 2024.

## Note 10—Other Matters

As of the date of this report, the Fund faces a heightened level of risk associated with current uncertainty, volatility and state of economies, financial markets, a high interest rate environment, and labor and health conditions around the world. Events such as war, acts of terrorism, recessions, rapid inflation, the imposition of economic sanctions, earthquakes, hurricanes, epidemics and pandemics and other unforeseen natural or human disasters may have broad adverse social, political and economic effects on the global economy, which could negatively impact the value of the Fund's investments. Developments that disrupt global economies and financial markets may magnify factors that affect the Fund's performance.

## Note 11—Subsequent Events

In connection with the preparation of the financial statements of the Fund as of and for the six-month period ended April 30, 2024, events and transactions subsequent to April 30, 2024, through the date the financial statements were issued, have been evaluated by the Manager for possible adjustment and/or disclosure. No subsequent events requiring financial statement adjustment or disclosure have been identified.

# Board Consideration and Approval of Management Agreement and Subadvisory Agreement (Unaudited)

The continuation of the Management Agreement with respect to the MainStay WMC Value Fund ("Fund") and New York Life Investment Management LLC ("New York Life Investments") and the Subadvisory Agreement between New York Life Investments and Wellington Management Company LLP ("WMC") with respect to the Fund (together, "Advisory Agreements") is subject to annual review and approval by the Board of Trustees of The MainStay Funds ("Board" of the "Trust") in accordance with Section 15 of the Investment Company Act of 1940, as amended ("1940 Act"). At its December 6–7, 2023 meeting, the Board, including the Trustees who are not an "interested person" (as such term is defined in the 1940 Act) of the Trust ("Independent Trustees") voting separately, unanimously approved the continuation of each of the Advisory Agreements for a one-year period.

In reaching the decision to approve the continuation of each of the Advisory Agreements, the Board considered information and materials furnished by New York Life Investments and WMC in connection with an annual contract review process undertaken by the Board that took place at meetings of the Board and its Contracts Committee from September 2023 through December 2023, including information and materials furnished by New York Life Investments and WMC in response to requests prepared on behalf of the Board, and in consultation with the Independent Trustees, by independent legal counsel to the Independent Trustees, which encompassed a variety of topics, including those summarized below. Information and materials requested by and furnished to the Board for consideration in connection with the contract review process included, among other items, reports on the Fund and "peer funds" prepared by Institutional Shareholder Services Inc. ("ISS"), an independent third-party service provider engaged by the Board to report objectively on the Fund's investment performance, management fee and total expenses. The Board also considered information on the fees charged to other investment advisory clients of New York Life Investments and/or WMC that follow investment strategies similar to those of the Fund, if any, and, when applicable, the rationale for differences in the Fund's management and subadvisory fees and the fees charged to those other investment advisory clients. In addition, the Board considered information regarding the legal standards and fiduciary obligations applicable to its consideration of the continuation of each of the Advisory Agreements. The contract review process, including the structure and format for information and materials provided to the Board, has been developed in consultation with the Board. The Independent Trustees also met in executive sessions with their independent legal counsel and, for portions thereof, with senior management of New York Life Investments.

The Board's deliberations with respect to the continuation of each of the Advisory Agreements reflect a year-long process, and the Board also took into account information furnished to the Board and its Committees throughout the year, as deemed relevant and appropriate by the Trustees, including, among other items, reports on investment performance of the Fund and investment-related matters for the Fund as well as presentations from New York Life Investments and, generally annually, WMC personnel. In addition, the Board took into account other

information provided by New York Life Investments throughout the year, including, among other items, periodic reports on legal and compliance matters, risk management, portfolio turnover, brokerage commissions and non-advisory services provided to the Fund by New York Life Investments, as deemed relevant and appropriate by the Trustees.

In addition to information provided to the Board throughout the year, the Board received information in connection with its June 2023 meeting provided specifically in response to requests prepared on behalf of the Board, and in consultation with the Independent Trustees, by independent legal counsel to the Independent Trustees regarding the Fund's distribution arrangements. In addition, the Board received information regarding the Fund's asset levels, share purchase and redemption activity and the payment of Rule 12b-1 and/or certain other fees by the applicable share classes of the Fund, among other information.

In considering the continuation of each of the Advisory Agreements, the Trustees reviewed and evaluated the information and factors they believed to reasonably be necessary and appropriate in light of legal advice furnished to them by independent legal counsel to the Independent Trustees and through the exercise of their own business judgment. Although individual Trustees may have weighed certain factors or information differently and the Board did not consider any single factor or information controlling in reaching its decision, the factors that figured prominently in the Board's consideration of the continuation of each of the Advisory Agreements are summarized in more detail below and include, among other factors: (i) the nature, extent and quality of the services provided to the Fund by New York Life Investments and WMC; (ii) the qualifications of the portfolio managers of the Fund and the historical investment performance of the Fund, New York Life Investments and WMC; (iii) the costs of the services provided, and profits realized, by New York Life Investments and WMC with respect to their relationships with the Fund; (iv) the extent to which economies of scale have been realized or may be realized if the Fund grows and the extent to which any economies of scale have been shared, have benefited or may benefit the Fund's shareholders; and (v) the reasonableness of the Fund's management and subadvisory fees and total ordinary operating expenses. Although the Board recognized that comparisons between the Fund's fees and expenses and those of other funds are imprecise given different terms of agreements, variations in fund strategies and other factors, the Board considered the reasonableness of the Fund's management fee and total ordinary operating expenses as compared to the peer funds identified by ISS. Throughout their considerations, the Trustees acknowledged the commitment of New York Life Investments and its affiliates to serve the MainStay Group of Funds, as well as their capacity, experience, resources, financial stability and reputations. The Trustees also acknowledged the entrepreneurial and other risks assumed by New York Life Investments in sponsoring and managing the Fund.

With respect to the Subadvisory Agreement, the Board took into account New York Life Investments' recommendation to approve the continuation of the Subadvisory Agreement.



The Trustees noted that, throughout the year, the Trustees are afforded an opportunity to ask questions of, and request additional information or materials from, New York Life Investments and WMC. The Board's decision with respect to each of the Advisory Agreements may have also been based, in part, on the Board's knowledge of New York Life Investments and WMC resulting from, among other things, the Board's consideration of each of the Advisory Agreements in prior years, the advisory agreements for other funds in the MainStay Group of Funds, the Board's review throughout the year of the performance and operations of other funds in the MainStay Group of Funds and each Trustee's business judgment and industry experience. In addition to considering the above-referenced factors, the Board observed that in the marketplace there are a range of investment options available to investors and that the Fund's shareholders, having had the opportunity to consider other investment options, have invested in the Fund.

The factors that figured prominently in the Board's decision to approve the continuation of each of the Advisory Agreements during the Board's December 6–7, 2023 meeting are summarized in more detail below.

### **Nature, Extent and Quality of Services Provided by New York Life Investments and WMC**

The Board examined the nature, extent and quality of the services that New York Life Investments provides to the Fund. The Board evaluated New York Life Investments' experience and capabilities in serving as manager of the Fund and considered that the Fund operates in a "manager-of-managers" structure. The Board also considered New York Life Investments' responsibilities and services provided pursuant to this structure, including overseeing the services provided by WMC, evaluating the performance of WMC, making recommendations to the Board as to whether the Subadvisory Agreement should be renewed, modified or terminated and periodically reporting to the Board regarding the results of New York Life Investments' evaluation and monitoring functions. The Board noted that New York Life Investments manages other mutual funds, serves a variety of other investment advisory clients, including other pooled investment vehicles, and has experience overseeing mutual fund service providers, including subadvisors. The Board considered the experience of senior personnel at New York Life Investments providing management and administrative and other non-advisory services to the Fund. The Board observed that New York Life Investments devotes significant resources and time to providing management and administrative and other non-advisory services to the Fund, including New York Life Investments' oversight and due diligence reviews of WMC and ongoing analysis of, and interactions with, WMC with respect to, among other things, the Fund's investment performance and risks as well as WMC's investment capabilities and subadvisory services with respect to the Fund.

The Board also considered the range of services that New York Life Investments provides to the Fund under the terms of the Management Agreement, including: (i) fund accounting and ongoing supervisory services provided by New York Life Investments' Fund Administration and Accounting Group; (ii) investment supervisory and analytical services

provided by New York Life Investments' Investment Consulting Group; (iii) compliance services provided by the Trust's Chief Compliance Officer as well as New York Life Investments' compliance department, including supervision and implementation of the Fund's compliance program; (iv) legal services provided by New York Life Investments' Office of the General Counsel; and (v) risk management monitoring and analysis by compliance and investment personnel. In addition, the Board considered New York Life Investments' willingness to invest in personnel and other resources, such as cyber security, information security and business continuity planning, that may benefit the Fund and noted that New York Life Investments is responsible for compensating the Trust's officers, except for a portion of the salary of the Trust's Chief Compliance Officer. The Board recognized that New York Life Investments provides certain other non-advisory services to the Fund and has over time provided an increasingly broad array of non-advisory services to the MainStay Group of Funds as a result of regulatory and other developments.

The Board also examined the range, and the nature, extent and quality, of the investment advisory services that WMC provides to the Fund and considered the terms of each of the Advisory Agreements. The Board evaluated WMC's experience and performance in serving as subadvisor to the Fund and advising other portfolios and WMC's track record and experience in providing investment advisory services as well as the experience of investment advisory, senior management and/or administrative personnel at WMC. The Board considered New York Life Investments' and WMC's overall resources, legal and compliance environment, capabilities, reputation, financial condition and history. In addition to information provided in connection with quarterly meetings with the Trust's Chief Compliance Officer, the Board considered information regarding the compliance policies and procedures of New York Life Investments and WMC and acknowledged their commitment to further developing and strengthening compliance programs that may relate to the Fund. The Board also considered WMC's ability to recruit and retain qualified investment professionals and willingness to invest in personnel and other resources that may benefit the Fund. In this regard, the Board considered the qualifications and experience of the Fund's portfolio managers, the number of accounts managed by the portfolio managers and the method for compensating the portfolio managers.

In addition, the Board considered information provided by New York Life Investments and WMC regarding their respective business continuity and disaster recovery plans.

Based on these considerations, among others, the Board concluded that the Fund would likely continue to benefit from the nature, extent and quality of these services.

### **Investment Performance**

In evaluating the Fund's investment performance, the Board considered investment performance results over various periods in light of the Fund's investment objective, strategies and risks. The Board considered investment reports on, and analysis of, the Fund's performance provided to the Board throughout the year. These reports include, among other

# Board Consideration and Approval of Management Agreement and Subadvisory Agreement (Unaudited) (continued)

items, information on the Fund's gross and net returns, the Fund's investment performance compared to a relevant investment category and the Fund's benchmarks, the Fund's risk-adjusted investment performance and the Fund's investment performance as compared to peer funds, as appropriate, as well as portfolio attribution information and commentary on the effect of market conditions. The Board also considered information provided by ISS showing the investment performance of the Fund as compared to peer funds. In addition, the Board reviewed the methodology used by ISS to construct the group of peer funds for comparative purposes.

The Board also took into account its discussions with senior management at New York Life Investments concerning the Fund's investment performance over various periods as well as discussions between representatives of WMC and the members of the Board's Investment Committee, which generally occur on an annual basis.

Based on these considerations, among others, the Board concluded that its review of the Fund's investment performance and related information supported a determination to approve the continuation of each of the Advisory Agreements.

## **Costs of the Services Provided, and Profits and Other Benefits Realized, by New York Life Investments and WMC**

The Board considered the costs of the services provided under each of the Advisory Agreements. The Board also considered the profitability of New York Life Investments and its affiliates and WMC due to their relationships with the Fund as well as of New York Life Investments and its affiliates due to their relationships with the MainStay Group of Funds. With respect to the profitability of WMC's relationship with the Fund, the Board considered information from New York Life Investments that WMC's subadvisory fee reflected an arm's-length negotiation and that this fee is paid by New York Life Investments, not the Fund, and the relevance of WMC's profitability was considered by the Trustees in that context. On this basis, the Board primarily considered the costs and profitability for New York Life Investments and its affiliates with respect to the Fund.

In addition, the Board acknowledged the difficulty in obtaining reliable comparative data about mutual fund managers' profitability because such information generally is not publicly available and may be impacted by numerous factors, including the structure of a fund manager's organization, the types of funds it manages, the methodology used to allocate certain fixed costs to specific funds and the manager's capital structure and costs of capital.

In evaluating the costs of the services provided by New York Life Investments and WMC, and profitability of New York Life Investments and its affiliates and WMC due to their relationships with the Fund, the Board considered, among other factors, New York Life Investments' and its affiliates' and WMC's continuing investments in, or willingness to invest in, personnel and other resources that may support and further enhance the management of the Fund, and that New York Life Investments is responsible for paying the subadvisory fee for the Fund. The Board also considered the financial resources of New York Life Investments and

WMC and acknowledged that New York Life Investments and WMC must be in a position to recruit and retain experienced professional personnel and to maintain a strong financial position for New York Life Investments and WMC to continue to provide high-quality services to the Fund. The Board recognized that the Fund benefits from the allocation of certain fixed costs among the funds in the MainStay Group of Funds, among other expected benefits resulting from its relationship with New York Life Investments.

The Board considered information regarding New York Life Investments' methodology for calculating profitability and allocating costs provided by New York Life Investments in connection with the fund profitability analysis presented to the Board. The Board concluded that New York Life Investments' methods for allocating costs and procedures for estimating overall profitability of the relationship with the funds in the MainStay Group of Funds were reasonable. The Board recognized the difficulty in calculating and evaluating a manager's profitability with respect to the Fund and considered that other profitability methodologies may also be reasonable.

The Board also considered certain fall-out benefits that may be realized by New York Life Investments and its affiliates and WMC and its affiliates due to their relationships with the Fund, including reputational and other indirect benefits. The Board recognized, for example, the benefits to WMC from legally permitted "soft-dollar" arrangements by which brokers provide research and other services to WMC in exchange for commissions paid by the Fund with respect to trades in the Fund's portfolio securities. In this regard, the Board also requested and considered information from New York Life Investments concerning other material business relationships between WMC and its affiliates and New York Life Investments and its affiliates and considered the existence of a strategic partnership between New York Life Investments and WMC that relates to certain current and future products and represents a potential conflict of interest associated with New York Life Investments' recommendation to approve the continuation of the Subadvisory Agreement. In addition, the Board considered its review of the management agreement for a money market fund advised by New York Life Investments and an affiliated subadvisor that serves as an investment option for the Fund, including the potential rationale for and costs associated with investments in this money market fund by the Fund, if any, and considered information from New York Life Investments that the nature and type of specific investment advisory services provided to this money market fund are distinct from, or in addition to, the investment advisory services provided to the Fund.

The Board observed that, in addition to fees earned by New York Life Investments under the Management Agreement for managing the Fund, New York Life Investments' affiliates also earn revenues from serving the Fund in various other capacities, including as the Fund's transfer agent and distributor. The Board considered information about these other revenues and their impact on the profitability of the relationship with the Fund to New York Life Investments and its affiliates. The Board noted that, although it assessed the overall profitability of the relationship with the Fund to New York Life Investments and its affiliates as part of the



contract review process, when considering the reasonableness of the fee paid to New York Life Investments under the Management Agreement, the Board considered the profitability of New York Life Investments' relationship with the Fund on a pre-tax basis and without regard to distribution expenses incurred by New York Life Investments from its own resources.

After evaluating the information deemed relevant by the Trustees, the Board concluded that any profits realized by New York Life Investments and its affiliates due to their relationships with the Fund were not excessive, other expected benefits that may accrue to New York Life Investments and its affiliates are reasonable and other expected benefits that may accrue to WMC and its affiliates are consistent with those expected for a subadvisor to a mutual fund. With respect to WMC, the Board considered that any profits realized by WMC due to its relationship with the Fund are the result of arm's-length negotiations between New York Life Investments and WMC, acknowledging that any such profits are based on the subadvisory fee paid to WMC by New York Life Investments, not the Fund.

### **Management and Subadvisory Fees and Total Ordinary Operating Expenses**

The Board evaluated the reasonableness of the fee paid under each of the Advisory Agreements and the Fund's total ordinary operating expenses. With respect to the management fee and subadvisory fee, the Board primarily considered the reasonableness of the management fee paid by the Fund to New York Life Investments because the subadvisory fee paid to WMC is paid by New York Life Investments, not the Fund. The Board also considered the reasonableness of the subadvisory fee paid by New York Life Investments and the amount of the management fee retained by New York Life Investments.

In assessing the reasonableness of the Fund's fees and expenses, the Board primarily considered comparative data provided by ISS on the fees and expenses of similar mutual funds managed by other investment advisers. The Board reviewed the methodology used by ISS to construct the group of peer funds for comparative purposes. In addition, the Board considered information provided by New York Life Investments and WMC on fees charged to other investment advisory clients, including institutional separate accounts and/or other funds, that follow investment strategies similar to those of the Fund, if any. The Board considered the contractual management fee schedule for the Fund as compared to those for such other investment advisory clients, taking into account the rationale for differences in fee schedules. The Board also took into account information provided by New York Life Investments about the more extensive scope of services provided to registered investment companies, such as the Fund, as compared with other investment advisory clients. Additionally, the Board considered the impact of contractual breakpoints, voluntary waivers and expense limitation arrangements on the Fund's net management fee and expenses. The Board also considered that in proposing fees for the Fund, New York Life Investments considers the competitive marketplace for mutual funds.

The Board took into account information from New York Life Investments, as provided in connection with the Board's June 2023 meeting, regarding the reasonableness of the Fund's transfer agent fee schedule, including industry data demonstrating that the fees that NYLIM Service Company LLC, an affiliate of New York Life Investments and the Fund's transfer agent, charges the Fund are within the range of fees charged by transfer agents to other mutual funds. In addition, the Board considered NYLIM Service Company LLC's profitability in connection with the transfer agent services it provides to the Fund. The Board also took into account information provided by NYLIM Service Company LLC regarding the sub-transfer agency payments it made to intermediaries in connection with the provision of sub-transfer agency services to the Fund.

The Board considered the extent to which transfer agent fees contributed to the total expenses of the Fund. The Board acknowledged the role that the MainStay Group of Funds historically has played in serving the investment needs of New York Life Insurance Company customers, who often maintain smaller account balances than other shareholders of funds, and the impact of small accounts on the expense ratios of Fund share classes. The Board also recognized measures that it and New York Life Investments have taken that are intended to mitigate the effect of small accounts on the expense ratios of Fund share classes, including through the imposition of an expense limitation on net transfer agency expenses. The Board also considered that NYLIM Service Company LLC had waived its contractual cost of living adjustments during certain years.

Based on the factors outlined above, among other considerations, the Board concluded that the Fund's management fee and total ordinary operating expenses are within a range that is competitive and support a conclusion that these fees and expenses are reasonable.

### **Economies of Scale**

The Board considered information regarding economies of scale, including whether economies of scale may exist with respect to the Fund and whether the Fund's management fee and expense structure permits any economies of scale to be appropriately shared with the Fund's shareholders. The Board also considered a report from New York Life Investments, previously prepared at the request of the Board, that addressed economies of scale, including with respect to the mutual fund business generally, and the various ways in which the benefits of economies of scale may be shared with the funds in the MainStay Group of Funds. Although the Board recognized the difficulty of determining economies of scale with precision, the Board acknowledged that economies of scale may be shared with the Fund in a number of ways, including, for example, through the imposition of fee breakpoints, initially setting management fee rates at scale or making additional investments to enhance the services provided to the Fund. The Board reviewed information from New York Life Investments showing how the Fund's management fee schedule compared to fee schedules of other funds and accounts managed by New York Life Investments. The Board also reviewed information from ISS showing how the Fund's management fee schedule compared with fees paid for similar services by peer funds at varying asset levels.

## **Board Consideration and Approval of Management Agreement and Subadvisory Agreement (Unaudited) (continued)**

Based on this information, the Board concluded that economies of scale are appropriately shared for the benefit of the Fund's shareholders through the Fund's management fee and expense structure and other methods to share benefits from economies of scale.

### **Conclusion**

On the basis of the information and factors summarized above, among other information and factors deemed relevant by the Trustees, and the evaluation thereof, the Board, including the Independent Trustees voting separately, unanimously voted to approve the continuation of each of the Advisory Agreements.

# Discussion of the Operation and Effectiveness of the Fund's Liquidity Risk Management Program (Unaudited)

In compliance with Rule 22e-4 under the Investment Company Act of 1940, as amended (the "Liquidity Rule"), the Fund has adopted and implemented a liquidity risk management program (the "Program"), which New York Life Investment Management LLC believes is reasonably designed to assess and manage the Fund's liquidity risk. A Fund's liquidity risk is the risk that the Fund could not meet requests to redeem shares issued by the Fund without significant dilution of the remaining investors' interests in the Fund. The Board of Trustees of The MainStay Funds (the "Board") previously approved the designation of New York Life Investment Management LLC as administrator of the Program (the "Administrator"). The Administrator has established a Liquidity Risk Management Committee to assist the Administrator in the implementation and day-to-day administration of the Program and to otherwise support the Administrator in fulfilling its responsibilities under the Program.

At a meeting of the Board held on February 27, 2024, the Administrator provided the Board with a written report addressing the Program's operation and assessing the adequacy and effectiveness of its implementation for the period from January 1, 2023, through December 31, 2023 (the "Review Period"), as required under the Liquidity Rule. The report noted that the Administrator concluded that (i) the Program operated effectively to assess and manage the Fund's liquidity risk, (ii) the Program has been and continues to be adequately and effectively implemented to monitor and, as applicable, respond to the Fund's liquidity developments and (iii) the Fund's investment strategy continues to be appropriate for an open-end fund. In addition, the report summarized the operation of the Program and the information and factors considered by the Administrator in its assessment of the Program's implementation, such as the liquidity risk assessment framework and the liquidity classification methodologies, and discussed notable geopolitical, market and other economic events that impacted liquidity risk during the Review Period.

In accordance with the Program, the Fund's liquidity risk is assessed no less frequently than annually taking into consideration certain factors, as applicable, such as (i) investment strategy and liquidity of portfolio investments, (ii) short-term and long-term cash flow projections, and (iii) holdings of cash and cash equivalents, as well as borrowing arrangements and other funding sources. Certain factors are considered under both normal and reasonably foreseeable stressed conditions.

Each Fund portfolio investment is classified into one of four liquidity categories. The classification is based on a determination of the number of days it is reasonably expected to take to convert the investment into cash, or sell or dispose of the investment, in current market conditions without significantly changing the market value of the investment. The Administrator has delegated liquidity classification determinations to the Fund's subadvisors, subject to appropriate oversight by the Administrator, and liquidity classification determinations are made by taking into account the Fund's reasonably anticipated trade size, various market, trading and investment-specific considerations, as well as market depth, and, in certain cases, third-party vendor data.

The Liquidity Rule requires funds that do not primarily hold assets that are highly liquid investments to adopt a minimum amount of net assets that must be invested in highly liquid investments that are assets (an "HLIM"). In addition, the Liquidity Rule limits a fund's investments in illiquid investments. Specifically, the Liquidity Rule prohibits acquisition of illiquid investments if, immediately after acquisition, doing so would result in a fund holding more than 15% of its net assets in illiquid investments that are assets. The Program includes provisions reasonably designed to determine, periodically review and comply with the HLIM requirement, as applicable, and to comply with the 15% limit on illiquid investments.

There can be no assurance that the Program will achieve its objectives under all circumstances in the future. Please refer to the Fund's prospectus for more information regarding the Fund's exposure to liquidity risk and other risks to which it may be subject.

## Proxy Voting Policies and Procedures and Proxy Voting Record

The Fund is required to file with the SEC its proxy voting record for the 12-month period ending June 30 on Form N-PX. A description of the policies and procedures that are used to vote proxies relating to portfolio securities of the Fund is available free of charge upon request by calling 800-624-6782 or visiting the SEC's website at [www.sec.gov](http://www.sec.gov). The most recent Form N-PX or proxy voting record is available free of charge upon request by calling 800-624-6782; visiting [newyorklifeinvestments.com](http://newyorklifeinvestments.com); or visiting the SEC's website at [www.sec.gov](http://www.sec.gov).

## Shareholder Reports and Quarterly Portfolio Disclosure

The Fund is required to file its complete schedule of portfolio holdings with the SEC 60 days after its first and third fiscal quarter on Form N-PORT. The Fund's holdings report is available free of charge upon request by calling New York Life Investments at 800-624-6782.

This page intentionally left blank.

This page intentionally left blank.

# MainStay Funds

## Equity

### U.S. Equity

MainStay Epoch U.S. Equity Yield Fund  
MainStay Fiera SMID Growth Fund  
MainStay PineStone U.S. Equity Fund  
MainStay S&P 500 Index Fund  
MainStay Winslow Large Cap Growth Fund  
MainStay WMC Enduring Capital Fund  
MainStay WMC Growth Fund  
MainStay WMC Small Companies Fund  
MainStay WMC Value Fund

### International Equity

MainStay Epoch International Choice Fund  
MainStay PineStone International Equity Fund  
MainStay WMC International Research Equity Fund

### Emerging Markets Equity

MainStay Candriam Emerging Markets Equity Fund

### Global Equity

MainStay Epoch Capital Growth Fund  
MainStay Epoch Global Equity Yield Fund  
MainStay PineStone Global Equity Fund

## Fixed Income

### Taxable Income

MainStay Candriam Emerging Markets Debt Fund  
MainStay Floating Rate Fund  
MainStay MacKay High Yield Corporate Bond Fund  
MainStay MacKay Short Duration High Income Fund  
MainStay MacKay Strategic Bond Fund  
MainStay MacKay Total Return Bond Fund  
MainStay MacKay U.S. Infrastructure Bond Fund  
MainStay Short Term Bond Fund

### Tax-Exempt Income

MainStay MacKay Arizona Muni Fund  
MainStay MacKay California Tax Free Opportunities Fund<sup>1</sup>  
MainStay MacKay Colorado Muni Fund  
MainStay MacKay High Yield Municipal Bond Fund  
MainStay MacKay New York Tax Free Opportunities Fund<sup>2</sup>  
MainStay MacKay Oregon Muni Fund  
MainStay MacKay Short Term Municipal Fund  
MainStay MacKay Strategic Municipal Allocation Fund  
MainStay MacKay Tax Free Bond Fund  
MainStay MacKay Utah Muni Fund

### Money Market

MainStay Money Market Fund

## Mixed Asset

MainStay Balanced Fund  
MainStay Income Builder Fund  
MainStay MacKay Convertible Fund

## Speciality

MainStay CBRE Global Infrastructure Fund  
MainStay CBRE Real Estate Fund  
MainStay Cushing MLP Premier Fund

## Asset Allocation

MainStay Conservative Allocation Fund  
MainStay Conservative ETF Allocation Fund  
MainStay Equity Allocation Fund  
MainStay Equity ETF Allocation Fund  
MainStay Growth Allocation Fund  
MainStay Growth ETF Allocation Fund  
MainStay Moderate Allocation Fund  
MainStay Moderate ETF Allocation Fund

---

## Manager

### New York Life Investment Management LLC

New York, New York

## Subadvisors

### Candriam<sup>3</sup>

Strassen, Luxembourg

### CBRE Investment Management Listed Real Assets LLC

Radnor, Pennsylvania

### Cushing Asset Management, LP

Dallas, Texas

### Epoch Investment Partners, Inc.

New York, New York

### Fiera Capital Inc.

New York, New York

### IndexIQ Advisors LLC<sup>3</sup>

New York, New York

### MacKay Shields LLC<sup>3</sup>

New York, New York

### NYL Investors LLC<sup>3</sup>

New York, New York

### PineStone Asset Management Inc.

Montreal, Québec

### Wellington Management Company LLP

Boston, Massachusetts

### Winslow Capital Management, LLC

Minneapolis, Minnesota

## Legal Counsel

### Dechert LLP

Washington, District of Columbia

## Independent Registered Public Accounting Firm

### KPMG LLP

Philadelphia, Pennsylvania

## Distributor

### NYLIFE Distributors LLC<sup>3</sup>

Jersey City, New Jersey

## Custodian

### JPMorgan Chase Bank, N.A.

New York, New York

1. This Fund is registered for sale in AZ, CA, NV, OR, TX, UT, WA (all share classes); and MI (Class A and Class I shares only); and CO, FL, GA, HI, ID, MA, MD, NH, NJ and NY (Class I and Class C2 shares only).
2. This Fund is registered for sale in CA, CT, DE, FL, MA, NJ, NY, VT (all share classes) and SD (Class R6 shares only).
3. An affiliate of New York Life Investment Management LLC.

**For more information**

800-624-6782

[newyorklifeinvestments.com](https://newyorklifeinvestments.com)

“New York Life Investments” is both a service mark, and the common trade name, of certain investment advisors affiliated with New York Life Insurance Company. The MainStay Funds<sup>®</sup> are managed by New York Life Investment Management LLC and distributed by NYLIFE Distributors LLC, 30 Hudson Street, Jersey City, NJ 07302, a wholly owned subsidiary of New York Life Insurance Company. NYLIFE Distributors LLC is a Member FINRA/SIPC.

©2024 NYLIFE Distributors LLC. All rights reserved.

5022246 MS081-24

MSWV10-06/24  
(NYLIM) NL532