



VICTORY FUND HOLDINGS

As of March 31, 2024

VICTORY VALUE FUND

CUSIP	TICKER	SECURITY NAME	SHARES/PAR/CONTRACTS	MARKET VALUE
00206R102	T US	AT&T INC	259,303.00	4,563,732.80
00287Y109	ABBV US	ABBVIE INC.	100,431.00	18,288,485.10
00724F101	ADBE US	ADOBE INC	5,981.00	3,018,012.60
00790R104	WMS US	ADVANCED DRAINAGE SYSTEMS	25,481.00	4,388,847.44
008252108	AMG US	AFFILIATED MANAGERS GROUP	31,641.00	5,298,918.27
00846U101	A US	AGILENT TECHNOLOGIES, INC	32,250.00	4,692,697.50
015271109	ARE US	ALEXANDRIA REAL ESTATE EQ	25,974.00	3,348,308.34
02079K305	GOOGL U	ALPHABET INC - CLASS A	156,333.00	23,595,339.69
02209S103	MO US	ALTRIA GROUP, INC.	142,258.00	6,205,293.96
025816109	AXP US	AMERICAN EXPRESS CO	42,362.00	9,645,403.78
025932104	AFG US	AMERICAN FINANCIAL GROUP	18,691.00	2,550,947.68
026874784	AIG US	AMERICAN INTL GROUP, INC.	86,149.00	6,734,267.33
03076C106	AMP US	AMERIPRISE FINANCIAL INC	19,762.00	8,664,451.28
032095101	APH US	AMPHENOL CORP. - CL A	96,900.00	11,177,415.00
032654105	ADI US	ANALOG DEVICES, INC.	47,700.00	9,434,583.00
036752103	ELV US	ELEVANCE HEALTH INC	12,364.00	6,411,228.56
03743Q108	APA US	APA CORP	108,996.00	3,747,282.48
038222105	AMAT US	APPLIED MATERIALS INC	81,919.00	16,894,155.37
039483102	ADM US	ARCHER-DANIELS-MIDLAND CO	64,259.00	4,036,107.79
052769106	ADSK US	AUTODESK, INC.	11,185.00	2,912,797.70
05329W102	AN US	AUTONATION, INC.	21,819.00	3,612,790.02
053484101	AVB US	AVALONBAY COMMUNITIES INC	23,227.00	4,310,002.12
06417N103	OZK US	BANK OZK	68,053.00	3,093,689.38
084423102	WRB US	WR BERKLEY CORP.	56,384.00	4,986,600.96
09062X103	BIIB US	BIOGEN INC	10,469.00	2,257,430.47
110122108	BMY US	BRISTOL-MYERS SQUIBB CO	97,561.00	5,290,733.03
11120U105	BRX US	BRIXMOR PROPERTY GROUP IN	125,478.00	2,942,459.10



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12008R107	BLDR US	BUILDERS FIRSTSOURCE INC	42,730.00	8,911,341.50
12503M108	CBOE US	CBOE GLOBAL MARKETS INC	45,900.00	8,433,207.00
125269100	CF US	CF INDUSTRIES HOLDINGS	68,756.00	5,721,186.76
125523100	CI US	CIGNA GROUP/THE	57,053.00	20,721,079.07
126650100	CVS US	CVS HEALTH CORP	66,686.00	5,318,875.36
127190304	CACI US	CACI INTERNATIONAL, INC.	5,842.00	2,213,124.86
14040H105	COF US	CAPITAL 1 FINANCIAL CORP	44,833.00	6,675,185.37
149123101	CAT US	CATERPILLAR INC	18,495.00	6,777,122.85
15135B101	CNC US	CENTENE CORP.	50,305.00	3,947,936.40
166764100	CVX US	CHEVRON CORP	54,400.00	8,581,056.00
172062101	CINF US	CINCINNATI FINANCIAL CORP	32,269.00	4,006,841.73
17275R102	CSCO US	CISCO SYSTEMS, INC.	170,566.00	8,512,949.06
172908105	CTAS US	CINTAS CORP.	9,073.00	6,233,423.19
172967424	C US	CITIGROUP, INC.	314,200.00	19,870,008.00
185899101	CLF US	CLEVELAND-CLIFFS INC	151,693.00	3,449,498.82
192446102	CTSH US	COGNIZANT TECH SOLUTIONS	59,077.00	4,329,753.33
194162103	CL US	COLGATE-PALMOLIVE CO	75,178.00	6,769,778.90
20030N101	CMCSA U	COMCAST CORP	142,080.00	6,159,168.00
20825C104	COP US	CONOCOPHILLIPS	23,084.00	2,938,131.52
21871X109	CRBG US	COREBRIDGE FINANCIAL INC	77,370.00	2,222,840.10
219948106	CPAY US	CORPAY INC	35,100.00	10,829,754.00
225310101	CACC US	CREDIT ACCEPTANCE CORP	4,655.00	2,567,465.25
231021106	CMI US	CUMMINS INC	20,295.00	5,979,921.75
233331107	DTE US	DTE ENERGY CO.	43,878.00	4,920,478.92
25179M103	DVN US	DEVON ENERGY CORP.	128,800.00	6,463,184.00
256163106	DOCU US	DOCUSIGN INC	62,765.00	3,737,655.75
2566351	FFH CN	FAIRFAX FINANCIAL HLDGS	19,500.00	21,021,817.78



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260557103	DOW US	DOW INC	90,058.00	5,217,059.94
26210C104	DBX US	DROPBOX INC	151,897.00	3,691,097.10
26441C204	DUK US	DUKE ENERGY CORP.	55,370.00	5,354,832.70
26875P101	EOG US	EOG RESOURCES INC	31,197.00	3,988,224.48
27579R104	EWBC US	EAST WEST BANCORP, INC.	80,441.00	6,363,687.51
293792107	EPD US	ENTERPRISE PRODUCTS PARTN	393,424.00	11,480,112.32
29472R108	ELS US	EQUITY LIFESTYLE PROPERTI	129,300.00	8,326,920.00
29977A105	EVR US	EVERCORE INC	35,674.00	6,870,455.66
30034W106	EVRG US	EVERGY INC	82,725.00	4,415,860.50
30161N101	EXC US	EXELON CORP.	274,300.00	10,305,451.00
302130109	EXPD US	EXPEDITORS INT'L OF WASH	34,514.00	4,195,866.98
30231G102	XOM US	EXXON MOBIL CORP	137,568.00	15,990,904.32
30303M102	META	META PLATFORMS INC	7,751.00	3,763,730.58
311900104	FAST US	FASTENAL CO	46,635.00	3,597,423.90
31428X106	FDX US	FEDEX CORP.	53,059.00	15,373,314.66
31620R303	FNF US	FIDELITY NATL FINANCIAL	145,512.00	7,726,687.20
345370860	F US	FORD MOTOR CO.	266,025.00	3,532,812.00
354613101	BEN US	FRANKLIN RESOURCES, INC.	173,323.00	4,872,109.53
36266G107	GEHC US	GE HEALTHCARE TECHNOLOGIE	65,800.00	5,981,878.00
369550108	GD US	GENERAL DYNAMICS CORP.	38,000.00	10,734,620.00
375558103	GILD US	GILEAD SCIENCES, INC.	114,304.00	8,372,768.00
38141G104	GS US	GOLDMAN SACHS GROUP INC/T	62,237.00	25,995,772.53
384802104	GWW US	WW GRAINGER, INC.	3,624.00	3,686,695.20
416515104	HIG US	HARTFORD FINANCIAL SERVIC	60,727.00	6,257,917.35
42250P103	DOC US	HEALTHPEAK PROPERTIES	200,190.00	3,753,562.50
436440101	HOLX US	HOLOGIC, INC.	43,408.00	3,384,087.68
437076102	HD US	HOME DEPOT INC/THE	17,585.00	6,745,606.00



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438516106	HON US	HONEYWELL INTERNATIONAL I	12,669.00	2,600,312.25
444859102	HUM US	HUMANA, INC.	18,519.00	6,420,907.68
45168D104	IDXX US	IDEXX LABORATORIES INC	2,020.00	1,090,658.60
459200101	IBM US	INTERNATIONAL BUSINESS MA	19,702.00	3,762,293.92
46187W107	INVH US	INVITATION HOMES INC	238,300.00	8,485,863.00
46625H100	JPM US	JPMORGAN CHASE & CO	161,105.00	32,269,331.50
478160104	JNJ US	JOHNSON & JOHNSON	112,472.00	17,791,945.68
49271V100	KDP US	KEURIG DR PEPPER INC	537,492.00	16,484,879.64
501044101	KR US	KROGER CO/THE	88,311.00	5,045,207.43
501889208	LKQ US	LKQ CORPORATION	283,795.00	15,157,490.95
50540R409	LH US	LAB CORP OF AMERICA HLDGS	12,959.00	2,831,023.14
525327102	LDOS US	LEIDOS HOLDINGS INC	102,200.00	13,397,398.00
539830109	LMT US	LOCKHEED MARTIN CORP	6,609.00	3,006,235.83
546347105	LPX US	LOUISIANA-PACIFIC CORP	50,857.00	4,267,410.87
548661107	LOW US	LOWE'S COS INC	24,637.00	6,275,783.01
55261F104	MTB US	M&T BANK CORP	22,428.00	3,261,928.32
552848103	MTG US	MGIC INVESTMENT CORP.	197,148.00	4,408,229.28
553530106	MSM US	MSC INDUSTRIAL DIRECT CO	52,394.00	5,084,313.76
56418H100	MAN US	MANPOWER INC.	49,276.00	3,825,788.64
565849106	MRO US	MARATHON OIL CORP.	574,418.00	16,279,006.12
56585A102	MPC US	MARATHON PETROLEUM CORP.	37,743.00	7,605,214.50
574599106	MAS US	MASCO CORP.	77,463.00	6,110,281.44
57636Q104	MA US	MASTERCARD, INC. - CL A	10,045.00	4,837,370.65
57667L107	MTCH US	MATCH GROUP INC	85,580.00	3,104,842.40
577081102	MAT US	MATTEL, INC.	309,600.00	6,133,176.00
58155Q103	MCK US	MCKESSON CORP.	16,000.00	8,589,600.00
58933Y105	MRK US	MERCK & CO, INC.	213,277.00	28,141,900.15



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59156R108	MET US	METLIFE INC	74,226.00	5,500,888.86
595017104	MCHP US	MICROCHIP TECHNOLOGY, INC	36,604.00	3,283,744.84
60855R100	MOH US	MOLINA HEALTHCARE INC	8,051.00	3,307,592.33
609207105	MDLZ US	MONDELEZ INTERNATIONAL	167,200.00	11,704,000.00
61945C103	MOS US	THE MOSAIC CO.	99,384.00	3,226,004.64
629377508	NRG US	NRG ENERGY, INC.	39,280.00	2,658,863.20
636180101	NFG US	NATIONAL FUEL GAS CO	54,905.00	2,949,496.60
64110D104	NTAP US	NETAPP INC	70,844.00	7,436,494.68
65336K103	NXST US	NEXSTAR MEDIA GROUP INC	12,562.00	2,164,306.98
670346105	NUE US	NUCOR CORP.	36,984.00	7,319,133.60
680665205	OLN US	OLIN CORP.	112,663.00	6,624,584.40
688239201	OSK US	OSHKOSH CORP	28,195.00	3,516,198.45
68902V107	OTIS US	OTIS WORLDWIDE CORP	69,621.00	6,911,276.67
690742101	OC US	OWENS CORNING INC	36,064.00	6,015,475.20
693475105	PNC US	PNC FINL SERVICES GROUP	75,200.00	12,152,320.00
693506107	PPG US	PPG INDUSTRIES, INC.	61,700.00	8,940,330.00
693718108	PCAR US	PACCAR, INC.	72,650.00	9,000,608.50
701094104	PH US	PARKER HANNIFIN CORP.	15,100.00	8,392,429.00
70450Y103	PYPL US	PAYPAL HOLDINGS INC	33,386.00	2,236,528.14
717081103	PFE US	PFIZER, INC.	177,122.00	4,915,135.50
718172109	PM US	PHILIP MORRIS INT'L, INC.	77,050.00	7,059,321.00
733174700	BPOP US	POPULAR INC	55,794.00	4,914,893.46
74144T108	TROW US	T ROWE PRICE GROUP, INC.	45,339.00	5,527,730.88
74164M108	PRI US	PRIMERICA INC	10,343.00	2,616,365.28
742718109	PG US	PROCTER & GAMBLE CO.	49,886.00	8,094,003.50
743315103	PGR US	PROGRESSIVE CORP.	85,400.00	17,662,428.00
74340W103	PLD US	PROLOGIS INC	52,543.00	6,842,149.46



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745867101	PHM US	PULTEGROUP, INC.	52,438.00	6,325,071.56
74736K101	QRVO US	QORVO INC	29,023.00	3,332,711.09
747525103	QCOM US	QUALCOMM, INC.	45,188.00	7,650,328.40
74834L100	DGX US	QUEST DIAGNOSTICS, INC.	24,945.00	3,320,428.95
75513E101	RTX US	RTX CORP	103,567.00	10,100,889.51
756109104	O US	REALTY INCOME CORP	52,723.00	2,852,314.30
75886F107	REGN US	REGENERON PHARMACEUTICALS	2,141.00	2,060,691.09
7591EP100	RF US	REGIONS FINANCIAL CORP.	308,232.00	6,485,201.28
784117103	SEIC US	SEI INVESTMENTS CO	94,611.00	6,802,530.90
78467J100	SSNC US	SSNC TECHNOLOGIES HLDGS I	189,100.00	12,172,367.00
79466L302	CRM US	SALESFORCE INC	28,200.00	8,493,276.00
81211K100	SEE US	SEALED AIR CORP.	278,529.00	10,361,278.80
83088M102	SWKS US	SKYWORKS SOLUTIONS INC	41,760.00	4,523,443.20
858119100	STLD US	STEEL DYNAMICS INC	44,966.00	6,665,310.18
87165B103	SYF US	SYNCHRONY FINANCIAL	154,138.00	6,646,430.56
871829107	SYU US	SYSCO CORP.	41,114.00	3,337,634.52
87256C101	TKO US	TKO GROUP HOLDINGS INC	137,100.00	11,846,811.00
874054109	TTWO US	TAKE TWO INTERACTIVE	40,800.00	6,058,392.00
876030107	TPR US	TAPESTRY INC	55,176.00	2,619,756.48
87612E106	TGT US	TARGET CORP.	17,235.00	3,054,214.35
88076W103	TDC US	TERADATA CORP.	58,010.00	2,243,246.70
881624209	TEVA US	TEVA PHARMACEUTICAL INDUS	421,100.00	5,941,721.00
88579Y101	MMM US	3M CO.	61,835.00	6,558,838.45
887389104	TKR US	TIMKEN CO.	54,676.00	4,780,322.68
90384S303	ULTA US	ULTA BEAUTY INC	6,347.00	3,318,719.36
907818108	UNP US	UNION PACIFIC CORP.	9,844.00	2,420,934.92
911312106	UPS US	UNITED PARCEL SERVICE	27,127.00	4,031,886.01



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911363109	URI US	UNITED RENTALS INC	5,663.00	4,083,645.93
912008109	USFD US	US FOODS HOLDING CORP	259,000.00	13,978,230.00
91307C102	UTHR US	UNITED THERAPEUTICS CORP	12,950.00	2,974,874.00
91324P102	UNH US	UNITEDHEALTH GROUP, INC.	25,723.00	12,725,168.10
91913Y100	VLO US	VALERO ENERGY CORP.	43,222.00	7,377,563.18
92343E102	VRSN US	VERISIGN, INC.	30,167.00	5,716,948.17
92343V104	VZ US	VERIZON COMMUNICATIONS	148,215.00	6,219,101.40
925652109	VICI US	VICI PROPERTIES INC	145,962.00	4,348,207.98
92826C839	V US	VISA INC. - CLASS A	14,802.00	4,130,942.16
92840M102	VST US	VISTRA CORP	269,204.00	18,750,058.60
988498101	YUM US	YUM! BRANDS, INC.	17,502.00	2,426,652.30
989207105	ZBRA US	ZEBRA TECHNOLOGIES	31,500.00	9,495,360.00
98980L101	ZM US	ZOOM VIDEO COMMUNICATIONS	57,962.00	3,788,975.94
G02602103	DOX US	AMDOCS	48,750.00	4,405,537.50
G1151C101	ACN US	ACCENTURE PLC	12,834.00	4,448,392.74
G3223R108	EG US	EVEREST GROUP LTD	46,621.00	18,531,847.50
G51502105	JCI US	JOHNSON CONTROLS INTL	134,400.00	8,779,008.00
G5960L103	MDT US	MEDTRONIC PLC	178,544.00	15,560,109.60
G7709Q104	RPRX US	ROYALTY PHARMA PLC	127,695.00	3,878,097.15
G8060N102	ST US	SENSATA TECH HLDG	256,200.00	9,412,788.00
N53745100	LYB US	LYONDELLBASELL INDUSTRIES	46,875.00	4,794,375.00

Total:

1,306,465,553.13



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