



# **SEMI-ANNUAL REPORT**

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June 30, 2023

Shelton Emerging Markets Fund  
Shelton International Select Equity Fund  
Shelton Tactical Credit Fund

This report is intended only for the information of shareholders or those who have received the offering prospectus covering shares of beneficial interest of The SCM Trust which contains information about the management fee and other costs. Investments in shares of The SCM Trust are neither insured nor guaranteed by the U.S. Government.

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**ABOUT YOUR FUND'S EXPENSES (UNAUDITED)**

**JUNE 30, 2023**

**Example**

As a shareholder of the Funds, you incur two types of costs: (1) transaction costs, including sales charges (loads) on purchase payments, reinvested dividends, or other distributions, redemption fees, and exchange fees; and (2) ongoing costs, including management fees, distribution fees and other Fund expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Funds and to compare these costs with the ongoing costs of investing in other mutual funds. The examples are based on an investment of \$1,000 invested at the beginning of the period and held for the entire period from December 31, 2022 to June 30, 2023.

**Actual Expenses**

The first line of the tables below provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses you have paid over the period. 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 in the first line 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**

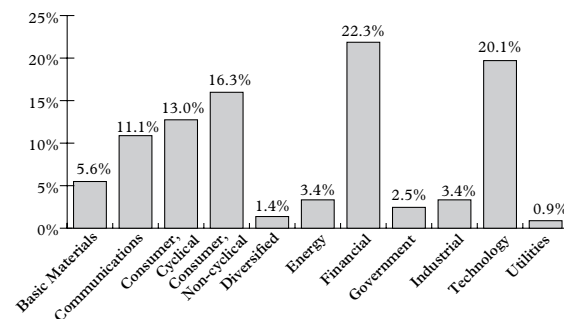
The second line of the table provides information about hypothetical account values and hypothetical expenses based on the Funds' actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Funds' actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Funds and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. The Funds do not charge any sales charges. Please note that the expenses shown in the tables are meant to highlight your ongoing costs only and do not reflect any transactional cost, such as sales charges (loads), redemption fees, or exchange fees. Therefore, the second line of the tables 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.

	<b>Beginning Account Value December 31, 2022</b>	<b>Ending Account Value June 30, 2023</b>	<b>Expenses Paid During Period*</b>	<b>Net Annual Expense Ratio</b>
<b>SHELTON EMERGING MARKETS FUND</b>				
Institutional Shares				
Based on Actual Fund Return	\$1,000	\$1,123	\$9.77	1.86%
Based on Hypothetical 5% Return before expenses	\$1,000	\$1,016	\$9.27	1.86%
Investor Shares				
Based on Actual Fund Return	\$1,000	\$1,122	\$11.14	2.12%
Based on Hypothetical 5% Return before expenses	\$1,000	\$1,015	\$10.58	2.12%
<b>SHELTON INTERNATIONAL SELECT EQUITY FUND</b>				
Institutional Shares				
Based on Actual Fund Return	\$1,000	\$1,110	\$5.23	1.00%
Based on Hypothetical 5% Return before expenses	\$1,000	\$1,020	\$5.01	1.00%
Investor Shares				
Based on Actual Fund Return	\$1,000	\$1,108	\$6.48	1.24%
Based on Hypothetical 5% Return before expenses	\$1,000	\$1,019	\$6.21	1.24%
<b>SHELTON TACTICAL CREDIT FUND</b>				
Institutional Shares				
Based on Actual Fund Return	\$1,000	\$1,014	\$5.24	1.05%
Based on Hypothetical 5% Return before expenses	\$1,000	\$1,020	\$5.25	1.05%
Investor Shares				
Based on Actual Fund Return	\$1,000	\$1,012	\$6.44	1.29%
Based on Hypothetical 5% Return before expenses	\$1,000	\$1,019	\$6.46	1.29%

\* Expenses are equal to the Fund's annualized expense ratio listed in the "Net Annual Expense Ratio" column, multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period).

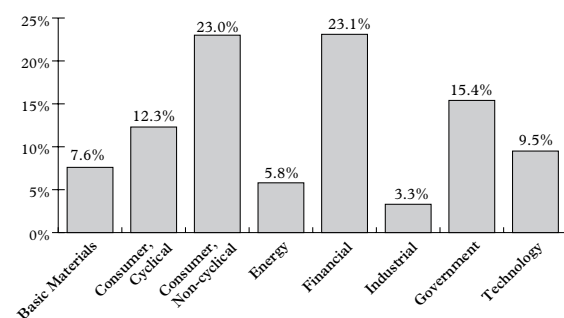
SHELTON EMERGING MARKETS FUND

Security	Market Value	Percentage of Total Investment
1 Taiwan Semiconductor Manufacturing Co Ltd	\$ 1,358,665	4.9%
2 Samsung Electronics Co Ltd	1,349,094	4.9%
3 Itausa SA	1,289,919	4.6%
4 FirstRand Ltd	1,248,333	4.5%
5 Alibaba Group Holding Ltd	985,465	3.6%
6 Accton Technology Corp	966,582	3.5%
7 HDFC Bank Ltd	961,512	3.5%
8 Dr Reddy's Laboratories Ltd	940,339	3.4%
9 Yadea Group Holdings Ltd	819,818	3.0%
10 Shenzhen International Holdings Ltd	777,965	2.8%



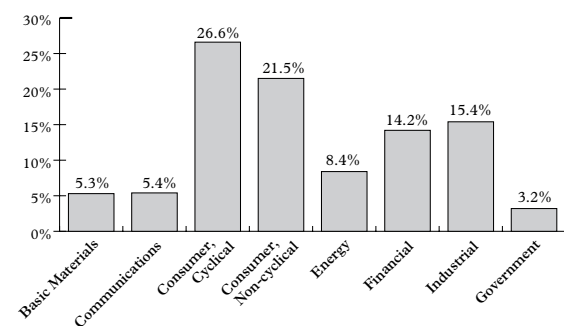
SHELTON INTERNATIONAL SELECT EQUITY FUND

Security	Market Value	Percentage of Total Investment
1 Shin-Etsu Chemical Co Ltd	\$ 3,387,373	5.9%
2 Mitsubishi Electric Corp	3,371,847	5.8%
3 HDFC Bank Ltd	2,989,294	5.2%
4 LVMH Moet Hennessy Louis Vuitton SE	2,825,186	4.9%
5 Nestle SA	2,744,582	4.7%
6 AIA Group Ltd	2,661,896	4.6%
7 Eni SpA	2,625,065	4.5%
8 BNP Paribas SA	2,352,953	4.1%
9 Macquarie Group Ltd	2,306,907	4.0%
10 CRH PLC	2,064,637	3.6%



SHELTON TACTICAL CREDIT FUND

Security	Market Value	Percentage of Total Investment
1 United States Treasury Bill	\$ 2,097,062	6.2%
2 Cleveland-Cliffs Inc	1,768,017	5.3%
3 United States Treasury Note/Bond	1,753,313	5.2%
4 United Rentals North America Inc	1,496,350	4.5%
5 PetSmart Inc / PetSmart Finance Corp	1,490,349	4.4%
6 Kraft Heinz Foods Co	1,484,596	4.4%
7 Sun Communities Operating LP	1,458,700	4.3%
8 AerCap Ireland Capital DAC / AerCap Global Aviation Trust	1,403,390	4.2%
9 Air Canada 2020-1 Class C Pass Through Trust	1,340,625	4.0%
10 Energy Ventures Gom LLC / EnVen Finance Corp	1,303,800	3.9%



Security Description	Shares	Value
<b>Common Stock (92.25%)</b>		
<b>Argentina (0.87%)</b>		
MercadoLibre Inc*	205	\$ 242,843
<b>Brazil (3.06%)</b>		
Banco do Brasil SA	66,600	688,462
Petroleo Brasileiro SA	24,100	166,840
<b>Total Brazil</b>		<u>855,302</u>
<b>Cayman Islands (3.53%)</b>		
Alibaba Group Holding Ltd*	95,100	985,465
<b>China (19.83%)</b>		
BIM Birlesik Magazalar AS	28,600	181,943
BYD Co Ltd	16,700	532,796
CMOC Group Ltd	945,000	494,447
Fosun International Ltd	635,500	436,317
Ganfeng Lithium Group Co Ltd (144A)	24,500	159,769
Haier Smart Home Co Ltd	238,100	748,998
Hygeia Healthcare Holdings Co Ltd (144A)	24,000	129,862
Kingsoft Corp Ltd	46,000	181,100
Kuaishou Technology (144A)*	43,000	293,855
NetEase Inc	14,000	272,638
Tsingtao Brewery Co Ltd	22,000	199,897
Xinyi Solar Holdings Ltd	354,383	409,285
Yadea Group Holdings Ltd (144A)	360,500	819,818
Zhuzhou CRRC Times Electric Co Ltd	78,000	290,658
Zijin Mining Group Co Ltd	261,100	383,186
<b>Total China</b>		<u>5,534,569</u>
<b>Hong Kong (5.55%)</b>		
ASMPPT Ltd	62,800	618,301
GCL Technology Holdings Ltd	667,000	154,067
Shenzhen International Holdings Ltd	883,500	777,965
<b>Total Hong Kong</b>		<u>1,550,333</u>
<b>India (11.00%)</b>		
Dr Reddy's Laboratories Ltd	14,900	940,339
HDFC Bank Ltd	13,795	961,512
Infosys Ltd	48,148	773,738
Wipro Ltd	83,500	394,120
<b>Total India</b>		<u>3,069,709</u>
<b>Indonesia (4.29%)</b>		
Astra International Tbk PT	496,900	224,299
Bank Rakyat Indonesia Persero Tbk PT	782,175	282,717
Indofood CBP Sukses Makmur Tbk PT	677,000	510,829
Sarana Menara Nusantara Tbk PT	2,566,200	180,381
<b>Total Indonesia</b>		<u>1,198,226</u>
<b>Mexico (5.04%)</b>		
Kimberly-Clark de Mexico SAB de CV	304,900	680,168
Regional SAB de CV	100,300	726,610
<b>Total Mexico</b>		<u>1,406,778</u>

See accompanying notes to financial statements.

Security Description	Shares	Value
<b>Philippines (3.39%)</b>		
Aboitiz Equity Ventures Inc	260,000	\$ 255,722
BDO Unibank Inc	85,700	213,359
Manila Electric Co	42,000	254,384
Metropolitan Bank & Trust Co	220,700	222,256
<b>Total Philippines</b>		<u>945,721</u>
<b>South Africa (6.31%)</b>		
FirstRand Ltd	343,000	1,248,333
Gold Fields Ltd	37,000	514,342
<b>Total South Africa</b>		<u>1,762,675</u>
<b>South Korea (15.01%)</b>		
Dentium Co Ltd	1,238	136,285
Doosan Bobcat Inc*	5,100	227,283
F&F Co Ltd / New	1,800	163,441
Hanmi Pharm Co Ltd	2,099	491,616
Hyundai Motor Co	1,767	277,022
Kia Corp	6,028	405,018
Samsung Electronics Co Ltd	24,612	1,349,092
Samsung Fire & Marine Insurance Co Ltd	2,000	349,234
Samsung SDI Co Ltd	1,142	580,030
SK Innovation Co Ltd*	1,757	211,426
<b>Total South Korea</b>		<u>4,190,447</u>
<b>Taiwan (12.33%)</b>		
Accton Technology Corp	86,300	966,582
MediaTek Inc	28,700	633,684
Sporton International Inc	28,450	231,910
Taiwan Semiconductor Manufacturing Co Ltd	73,500	1,358,665
Zhen Ding Technology Holding Ltd	75,000	252,728
<b>Total Taiwan</b>		<u>3,443,569</u>
<b>Turkey (2.04%)</b>		
BIM Birlesik Magazalar AS	65,750	430,905
KOC Holding AS	34,700	138,315
<b>Total Turkey</b>		<u>569,220</u>
<b>Total Common Stock (Cost \$21,629,593)</b>		<u>27,044,778</u>
<b>Preferred Stock (4.62%)</b>		
<b>Brazil (4.62%)</b>		
Itausa SA	641,410	1,289,919
<b>Total Preferred Stock (Cost \$971,522)</b>		<u>1,289,919</u>
<b>United States Treasury Bills (2.50%)</b>		
5.099%, 7/18/23	700,000	698,349
<b>Total Investments (Cost \$23,299,463) (99.37%)</b>		\$ 27,743,125
<b>Other Net Assets (0.63%)</b>		175,825
<b>Net Assets (100.00%)</b>		<u>\$ 27,918,952</u>

\* Non-income producing security.

(144A) Security was purchased pursuant to Rule 144A or Section 4(a)(2) under the Securities Act of 1933 and may be resold in transactions exempt from registration only to qualified institutional buyers. As of June 30, 2023, these securities had a total aggregate market value of \$1,403,304, which represented approximately 5.03% of net assets.

See accompanying notes to financial statements.

Security Description	Shares	Value
<b>Common Stock (95.72%)</b>		
<b>Australia (6.48%)</b>		
Macquarie Group Ltd	19,500	\$ 2,306,907
Qantas Airways Ltd*	238,384	984,402
South32 Ltd	199,084	498,572
<b>Total Australia</b>		<u>3,789,881</u>
<b>Britain (6.14%)</b>		
Associated British Foods PLC	70,300	1,777,521
BP PLC	125,081	728,076
Halma PLC	17,000	491,587
RS GROUP PLC	61,400	592,767
<b>Total Britain</b>		<u>3,589,951</u>
<b>Canada (4.60%)</b>		
Element Fleet Management Corp	111,450	1,697,750
IGM Financial Inc	15,900	484,059
Kinross Gold Corp	106,300	507,134
<b>Total Canada</b>		<u>2,688,943</u>
<b>China (6.41%)</b>		
BYD Co Ltd	13,000	414,751
Genscript Biotech Corp*	168,000	377,334
Kingsoft Corp Ltd	93,000	366,136
Lenovo Group Ltd	1,017,400	1,060,763
Ping An Insurance Group Co of China Ltd	132,900	845,463
Wuxi Biologics Cayman Inc (144A)*	65,000	311,478
Zhejiang Expressway Co Ltd	488,000	370,545
<b>Total China</b>		<u>3,746,470</u>
<b>France (11.05%)</b>		
BNP Paribas SA	37,357	2,352,953
L'Oreal SA	2,740	1,277,012
LVMH Moet Hennessy Louis Vuitton SE	3,000	2,825,186
<b>Total France</b>		<u>6,455,151</u>
<b>Germany (3.51%)</b>		
DHL Group*	42,096	2,054,729
<b>Hong Kong (5.12%)</b>		
AIA Group Ltd	263,700	2,661,896
SITC International Holdings Co Ltd	182,200	332,498
<b>Total Hong Kong</b>		<u>2,994,394</u>
<b>India (5.11%)</b>		
HDFC Bank Ltd	42,888	2,989,294
<b>Ireland (3.53%)</b>		
CRH PLC	37,466	2,064,637
<b>Italy (4.49%)</b>		
Eni SpA	182,492	2,625,065

See accompanying notes to financial statements.

Security Description	Shares	Value
<b>Japan (17.99%)</b>		
Canon Inc	35,100	\$ 922,039
Hamamatsu Photonics KK	17,100	832,736
Kyowa Kirin Co Ltd	9,000	166,180
Mitsubishi Electric Corp	240,000	3,371,847
Nomura Research Institute Ltd	18,700	513,392
Santen Pharmaceutical Co Ltd	155,500	1,320,829
Shin-Etsu Chemical Co Ltd	102,500	3,387,373
<b>Total Japan</b>		<u>10,514,396</u>
<b>Singapore (0.88%)</b>		
DBS Group Holdings Ltd	22,000	512,600
<b>South Africa (2.72%)</b>		
Hana Financial Group Inc	381,200	1,181,788
Woolworths Holdings Ltd	107,800	408,657
<b>Total South Africa</b>		<u>1,590,445</u>
<b>South Korea (5.82%)</b>		
GS Holdings Corp	31,600	879,264
Hanmi Pharm Co Ltd	3,571	836,379
Kia Corp	5,000	335,948
Orion Corp	5,000	455,522
Samsung Electronics Co Ltd	16,300	893,476
<b>Total South Korea</b>		<u>3,400,589</u>
<b>Sweden (2.38%)</b>		
Lifco AB	64,000	1,390,287
<b>Switzerland (6.59%)</b>		
Nestle SA	22,805	2,744,582
Straumann Holding AG	6,840	1,109,290
<b>Total Switzerland</b>		<u>3,853,872</u>
<b>Taiwan (1.57%)</b>		
Taiwan Semiconductor Manufacturing Co Ltd	9,089	917,262
<b>Turkey (1.33%)</b>		
Turkiye Sise ve Cam Fabrikalari AS	454,915	777,429
<b>Total Common Stock (Cost \$50,703,627)</b>		<u>55,955,394</u>
<b>United States Treasury Bills (3.24%)</b>		
5.099%, 7/18/23	1,900,000	1,895,535
<b>Total Investments (Cost \$52,599,163) (98.96%)</b>		\$ 57,850,930
<b>Other Net Assets (1.04%)</b>		610,118
<b>Net Assets (100.00%)</b>		<u>\$ 58,471,019</u>

\* Non-income producing security.

(144A) Security was purchased pursuant to Rule 144A or Section 4(a)(2) under the Securities Act of 1933 and may be resold in transactions exempt from registration only to qualified institutional buyers. As of June 30, 2023, these securities had a total aggregate market value of \$311,478, which represented approximately 0.53% of net assets.

See accompanying notes to financial statements.



Security Description	Shares	Value
<b>Common Stock (0.45%)</b>		
<b>Financial (0.07%)</b>		
CBL & Associates LP <sup>(a)</sup>	1,526,000	\$ 15,260
CBL & Associates LP <sup>(a)</sup>	1,000,000	10,000
<b>Total Financial</b>		<u>25,260</u>
<b>Consumer, Non-cyclical (0.38%)</b>		
Pyxus Holdings Inc	124,942	126,191
<b>Energy (0.00%)</b>		
CHC Group LLC <sup>*,#,(b)</sup>	9,358	—
<b>Total Common Stock (Cost \$2,040,643)</b>		<u>151,451</u>
<b>Security Description</b>	<b>Par Value</b>	<b>Value</b>
<b>Corporate Debt (81.79%)</b>		
<b>Basic Materials (5.22%)</b>		
Cleveland-Cliffs Inc, 6.750%, 3/15/2026 (144A)	1,750,000	1,768,017
<b>Communications (5.33%)</b>		
Directv Financing LLC / Directv Financing Co-Obligor Inc, 5.875%, 8/15/2027 (144A)	1,250,000	1,131,825
Sirius XM Radio Inc, 5.500%, 7/1/2029 (144A)	750,000	674,454
<b>Total Communications</b>		<u>1,806,279</u>
<b>Consumer, Cyclical (26.47%)</b>		
Abercrombie & Fitch Management Co, 8.750%, 7/15/2025 (144A)	1,250,000	1,268,782
Air Canada 2020-1 Class C Pass Through Trust, 10.500%, 7/15/2026 (144A)	1,250,000	1,340,625
The Bon-Ton Department Stores Inc, 8.000%, 6/15/2021 <sup>(a)</sup>	4,958,932	37,192
Cinemark USA Inc, 5.875%, 3/15/2026 (144A)	750,000	711,563
Guitar Center Inc, 8.500%, 1/15/2026 (144A)	750,000	680,846
Hawaiian Brand Intellectual Property Ltd / HawaiianMiles Loyalty Ltd, 5.750%, 1/20/2026 (144A)	1,000,000	946,394
PetSmart Inc / PetSmart Finance Corp, 7.750%, 2/15/2029 (144A)	1,500,000	1,490,349
Titan International Inc, 7.000%, 4/30/2028	1,000,000	934,945
Victoria's Secret & Co, 4.625%, 7/15/2029 (144A)	750,000	548,158
WMG Acquisition Corp, 3.000%, 2/15/2031 (144A)	1,250,000	1,011,225
<b>Total Consumer, Cyclical</b>		<u>8,970,079</u>
<b>Consumer, Non-cyclical (19.29%)</b>		
Eli Lilly & Co, 4.875%, 2/27/2053	1,000,000	1,025,699
JBS USA LUX SA / JBS USA Food Co / JBS USA Finance Inc, 5.750%, 4/1/2033 (144A)	1,250,000	1,166,444
Kraft Heinz Foods Co, 4.375%, 6/1/2046	1,750,000	1,484,596
Pfizer Investment Enterprises Pte Ltd, 5.340%, 5/19/2063	500,000	505,331
Triton Water Holdings Inc, 6.250%, 4/1/2029 (144A)	1,000,000	858,220
United Rentals North America Inc, 6.000%, 12/15/2029 (144A)	1,500,000	1,496,350
<b>Total Consumer, Non-cyclical</b>		<u>6,536,640</u>
<b>Energy (8.34%)</b>		
Energy Ventures Gom LLC / EnVen Finance Corp, 11.750%, 4/15/2026 (144A)	1,272,000	1,303,800
Talos Production Inc, 12.000%, 1/15/2026	1,000,000	1,046,500
Transocean Inc, 7.500%, 1/15/2026 (144A)	500,000	475,000
<b>Total Energy</b>		<u>2,825,300</u>
<b>Financial (14.02%)</b>		
AerCap Ireland Capital DAC / AerCap Global Aviation Trust, 3.850%, 10/29/2041	1,850,000	1,403,390
Iron Mountain Inc, 5.250%, 7/15/2030 (144A)	1,250,000	1,122,515
Sun Communities Operating LP, 5.700%, 1/15/2033	1,500,000	1,458,700
Visa Inc, 2.700%, 4/15/2040	1,000,000	766,892
<b>Total Financial</b>		<u>4,751,497</u>

See accompanying notes to financial statements.

Security Description	Par Value	Value
<b>Industrial (3.12%)</b>		
Eletson Holdings Inc / Eletson Finance US LLC / Agathonissos Finance LLC, 9.625%, 1/15/2022 <sup>(b)</sup>	548,153	\$ —
Great Lakes Dredge & Dock Corp, 5.250%, 6/1/2029 (144A)	500,000	417,615
LBJ Infrastructure Group LLC, 3.797%, 12/31/2057 (144A)	1,000,000	641,241
<b>Total Industrial</b>		<u>1,058,856</u>
<b>Total Corporate Debt (Cost \$29,258,955)</b>		<u>27,211,337</u>
<b>Municipal Bonds (2.15%)</b>		
<b>Development (0.40%)</b>		
California Pollution Control Financing Authority, 7.500%, 7/1/2032 (144A) <sup>(a)</sup>	250,000	32,500
California Pollution Control Financing Authority, 8.000%, 7/1/2039 (144A) <sup>(a)</sup>	2,050,000	102,500
<b>Total Development</b>		<u>135,000</u>
<b>General Obligation (0.04%)</b>		
Puerto Rico Public Finance Corp, 5.500%, 8/1/2031 <sup>(a)</sup>	400,000	12,000
<b>Tobacco Settlement (1.72%)</b>		
Tobacco Settlement Finance Authority, 4.306%, 6/1/2049	750,000	583,072
<b>Total Municipal Debt (Cost \$2,861,379)</b>		<u>1,235,403</u>
<b>United States Treasury Bills (7.95%)</b>		
5.209%, 8/10/2023	600,000	596,751
5.028%, 7/13/2023	2,100,000	2,097,062
<b>Total United States Treasury Bills (Cost \$2,693,813)</b>		<u>2,693,813</u>
<b>United States Treasury Bonds (5.17%)</b>		
3.875%, 5/15/2043 (Cost \$1,753,313)	1,800,000	1,753,313
<b>Term Loans (1.66%)</b>		
Pyxus Holdings Inc, 3M US LIBOR (floor 1.500%) + 8.000%, 12/31/2027 <sup>(c)</sup>	294,742	272,144
Pyxus Holdings Inc, 3M US LIBOR (floor 1.500%) + 8.000%, 12/31/2027 <sup>(c)</sup>	442,113	291,795
<b>Total Term Loans (Cost \$730,009)</b>		<u>563,939</u>
<b>Total Investments (Cost \$39,341,911) (99.17%)</b>		33,609,256
<b>Other Net Assets (0.83%)</b>		280,634
<b>Net Assets (100.00%)</b>		<u>\$ 33,889,890</u>

\* Non income security.

# Security is illiquid.

(a) Defaulted security

(b) Level 3 security fair valued under procedures established by the Board of Trustees, represents 0.00% of net assets. The total value of the fair value security is \$0.

(c) Variable rate security.

(144A) Security was purchased pursuant to Rule 144A or Section 4(a)(2) under the Securities Act of 1933 and may be resold in transactions exempt from registration only to qualified institutional buyers. As of June 30, 2023, these securities had a total aggregate market value of \$19,188,423, which represented approximately 56.81% of net assets.

See accompanying notes to financial statements.

**STATEMENTS OF ASSETS & LIABILITIES**  
**JUNE 30, 2023 (UNAUDITED)**

	<b>Shelton Emerging Markets Fund</b>	<b>Shelton International Select Equity Fund</b>	<b>Shelton Tactical Credit Fund</b>
<b>ASSETS</b>			
Investments in securities			
Cost of investments	\$ 23,299,463	\$ 52,599,163	\$ 39,341,911
Fair value of investments (Note 1)	27,743,125	57,850,930	33,609,256
Cash	48,258	132,732	310,764
Cash held at broker	—	—	85
Interest receivable	—	—	610,694
Dividend receivable	194,220	576,644	—
Receivable from investment advisor	—	13,270	20,897
Receivable for fund shares sold	—	12,895	1,935
Prepaid expenses	7,474	6,273	—
Total assets	<u>\$ 27,993,077</u>	<u>\$ 58,592,744</u>	<u>\$ 34,553,631</u>
<b>LIABILITIES</b>			
Payables and other liabilities			
Payable for fund shares repurchased	—	2,924	91,859
Payable to investment advisor	22,859	35,349	33,176
Distributions payable	481	710	494,130
Accrued 12b-1 fees	185	1,287	742
Accrued administration fees	2,155	4,504	2,674
Accrued CCO fees	1,075	24,463	1,834
Accrued custody fees	(430)	(3,587)	2,611
Accrued expenses	15,792	16,056	11,639
Accrued fund accounting fees	6,215	12,384	12,597
Accrued printing fees	(1,898)	(9,540)	777
Accrued registration fees	5,085	2,190	726
Accrued transfer agent fees	21,400	33,588	9,389
Accrued trustee fees	1,207	1,397	1,587
Total liabilities	<u>74,126</u>	<u>121,725</u>	<u>663,741</u>
<b>NET ASSETS</b>	<u>\$ 27,918,951</u>	<u>\$ 58,471,019</u>	<u>\$ 33,889,890</u>
<b>NET ASSETS AT JUNE 30, 2023 CONSIST OF</b>			
Paid-in capital	24,217,300	107,169,033	46,446,366
Distributable earnings/(loss)	3,701,651	(48,698,014)	(12,556,476)
<b>TOTAL NET ASSETS</b>	<u>\$ 27,918,951</u>	<u>\$ 58,471,019</u>	<u>\$ 33,889,890</u>
Net assets			
Institutional Shares	<u>\$ 26,948,572</u>	<u>\$ 52,001,619</u>	<u>\$ 30,298,929</u>
Investor Shares	<u>\$ 970,379</u>	<u>\$ 6,469,400</u>	<u>\$ 3,590,961</u>
<b>SHARES OUTSTANDING</b>			
Institutional Shares (no par value, unlimited shares authorized)	<u>1,431,871</u>	<u>2,252,488</u>	<u>3,085,915</u>
Investor Shares (no par value, unlimited shares authorized)	<u>52,340</u>	<u>288,965</u>	<u>366,079</u>
<b>NET ASSET VALUE PER SHARE</b>			
Institutional Shares	<u>\$ 18.54</u>	<u>\$ 23.09</u>	<u>\$ 9.82</u>
Investor Shares	<u>\$ 18.82</u>	<u>\$ 22.39</u>	<u>\$ 9.81</u>

See accompanying notes to financial statements.

**STATEMENTS OF OPERATIONS**  
**JUNE 30, 2023 (UNAUDITED)**

	<b>Shelton Emerging Markets Fund</b>	<b>Shelton International Select Equity Fund</b>	<b>Shelton Tactical Credit Fund</b>
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Six Months Ended June 30, 2023 (Unaudited)</b>
<b>INVESTMENT INCOME</b>			
Interest income	\$ 6,319	\$ 8,556	\$ 1,043,947
Dividend income (net of foreign tax withheld: \$73,393, \$241,042 and \$- respectively)	474,675	1,019,429	(8)
Income from securities lending, net	296	310	—
Total	<u>\$ 481,290</u>	<u>\$ 1,028,295</u>	<u>\$ 1,043,939</u>
<b>EXPENSES</b>			
Management fees (Note 2)	133,191	247,872	206,247
Administration fees (Note 2)	12,532	31,510	16,587
Transfer agent fees	7,596	14,165	10,021
Accounting services	14,469	15,916	8,688
Custodian fees	14,208	20,241	3,919
Legal and audit fees	21,652	14,280	16,478
CCO fees (Note 2)	1,538	—	1,746
Trustees fees	3,974	2,869	3,884
Insurance	86	1,295	466
Printing	10,803	15,796	11,792
Broker Fees	—	—	(3,249)
Registration and dues	27,330	48,848	16,413
Interest on short positions	—	—	3,202
Licensing Fees	881	1,597	—
12b-1 fees Investor Shares (Note 2)	1,079	8,317	4,451
Total expenses	<u>\$ 249,339</u>	<u>\$ 422,706</u>	<u>\$ 300,645</u>
Less reimbursement from advisor (Note 2)	—	(84,152)	(112,199)
Net expenses	<u>\$ 249,339</u>	<u>\$ 338,554</u>	<u>\$ 188,446</u>
Net investment income	<u>\$ 231,951</u>	<u>\$ 689,741</u>	<u>\$ 855,493</u>
<b>REALIZED AND UNREALIZED GAIN/(LOSS) ON INVESTMENTS</b>			
Net realized gain/(loss) from security transactions and foreign currency	\$ 1,142,352	\$ 407,272	\$ (1,363,011)
Net realized gain/(loss) from futures contracts	(8,571)	(8,571)	(10,161)
Net realized gain/(loss) from purchased option contracts	—	—	21,794
Total Net Realized gain/(loss)	<u>1,133,781</u>	<u>398,701</u>	<u>(1,351,378)</u>
Change in unrealized appreciation/(depreciation) of investments	1,521,331	6,446,842	993,376
Change in unrealized appreciation/(depreciation) of purchased option contracts	—	—	(76,170)
Net realized and unrealized gain/(loss) on investments	<u>\$ 2,655,112</u>	<u>\$ 6,845,543</u>	<u>\$ (434,172)</u>
Net increase/(decrease) in net assets resulting from operations	<u>\$ 2,887,063</u>	<u>\$ 7,535,284</u>	<u>\$ 421,321</u>

See accompanying notes to financial statements.

**STATEMENTS OF CHANGES IN NET ASSETS**  
**JUNE 30, 2023**

	<b>Shelton Emerging Markets Fund</b>		<b>Shelton International Select Equity Fund</b>	
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>
<b>OPERATIONS</b>				
Net investment income/(loss)	\$ 231,951	\$ 234,422	\$ 689,741	\$ 2,519,359
Net realized gain/(loss) from security transactions and foreign currency	1,142,352	430,380	407,272	(14,250,414)
Net realized gain/(loss) from futures contracts	(8,571)	(8,571)	(8,571)	(8,571)
Change in unrealized appreciation/(depreciation) of investments	1,521,331	(4,270,515)	6,446,842	(23,798,311)
Net increase/(decrease) in net assets resulting from operations	<u>2,887,063</u>	<u>(3,614,284)</u>	<u>7,535,284</u>	<u>(35,537,937)</u>
<b>DISTRIBUTIONS TO SHAREHOLDERS</b>				
Distributions				
Institutional Shares	—	(337,952)	—	(3,728,499)
Investor Shares	—	(13,674)	—	(486,201)
Institutional Return of Capital	—	—	—	—
Investor Return of Capital	—	—	—	—
Total Distributions	<u>—</u>	<u>(351,626)</u>	<u>—</u>	<u>(4,214,700)</u>
<b>CAPITAL SHARE TRANSACTIONS</b>				
Increase/(decrease) in net assets resulting from capital share transactions	1,305,191	(4,024,900)	(25,166,618)	(63,868,978)
Total increase/(decrease)	<u>4,192,256</u>	<u>(7,990,810)</u>	<u>(17,631,334)</u>	<u>(103,621,615)</u>
<b>NET ASSETS</b>				
Beginning of year	23,726,697	31,717,507	76,102,353	179,723,968
End of year	<u>\$ 27,918,951</u>	<u>\$ 23,726,697</u>	<u>\$ 58,471,019</u>	<u>\$ 76,102,353</u>
<b>Shelton Tactical Credit Fund</b>				
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>		
<b>OPERATIONS</b>				
Net investment income/(loss)	\$ 855,493	\$ 1,039,877		
Net realized gain/(loss) from security transactions and foreign currency	(1,363,011)	(610,495)		
Net realized gain/(loss) from futures contracts	(10,161)	(31,565)		
Net realized gain/(loss) from purchased option contracts	21,794	1,111,713		
Change in unrealized appreciation/(depreciation) of investments	993,376	(4,681,370)		
Change in unrealized appreciation/(depreciation) of purchased option contracts	(76,170)	76,172		
Net increase/(decrease) in net assets resulting from operations	<u>421,321</u>	<u>(3,095,668)</u>		
<b>DISTRIBUTIONS TO SHAREHOLDERS</b>				
Distributions				
Institutional Shares	(931,093)	(884,778)		
Investor Shares	(101,051)	(94,279)		
Institutional Return of Capital	—	(70,918)		
Investor Return of Capital	—	(7,622)		
Total Distributions	<u>(1,032,144)</u>	<u>(1,057,597)</u>		
<b>CAPITAL SHARE TRANSACTIONS</b>				
Increase/(Decrease) in net assets resulting from capital share transactions	(1,862,897)	(14,270,859)		
Total increase/(decrease)	<u>(2,473,720)</u>	<u>(18,424,124)</u>		
<b>NET ASSETS</b>				
Beginning of year	36,363,610	54,787,734		
End of year	<u>\$ 33,889,890</u>	<u>\$ 36,363,610</u>		

See accompanying notes to financial statements.

**STATEMENTS OF CHANGES IN NET ASSETS**  
**JUNE 30, 2023 (CONTINUED)**

**SHELTON EMERGING  
MARKETS FUND**

	<b>Institutional Shares</b>				<b>Investor Shares</b>			
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>		<b>Year Ended December 31, 2022</b>		<b>Six Months Ended June 30, 2023 (Unaudited)</b>		<b>Year Ended December 31, 2022</b>	
	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>
Shares sold	332,168	\$ 6,032,280	463,485	\$ 7,831,669	9,260	\$ 171,610	18,540	\$ 327,044
Shares issued in reinvestment of distributions	—	—	19,767	331,291	—	—	802	13,256
Shares repurchased	(261,250)	(4,680,944)	(655,805)	(12,055,855)	(12,234)	(217,755)	(28,173)	(472,305)
Net increase/(decrease)	<u>70,918</u>	<u>\$ 1,351,336</u>	<u>(172,553)</u>	<u>\$ (3,892,895)</u>	<u>(2,974)</u>	<u>\$ (46,145)</u>	<u>(8,831)</u>	<u>\$ (132,005)</u>

**SHELTON INTERNATIONAL  
SELECT EQUITY FUND**

	<b>Institutional Shares</b>				<b>Investor Shares</b>			
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>		<b>Year Ended December 31, 2022</b>		<b>Six Months Ended June 30, 2023 (Unaudited)</b>		<b>Year Ended December 31, 2022</b>	
	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>
Shares sold	218,073	\$ 4,893,700	1,443,531	\$ 33,913,204	51,698	\$ 1,141,215	185,792	\$ 4,348,110
Shares issued in reinvestment of distributions	—	—	167,300	3,481,522	—	—	21,997	444,552
Shares repurchased	(1,302,759)	(29,173,738)	(3,770,689)	(83,760,269)	(92,182)	(2,027,795)	(995,874)	(22,296,097)
Net increase/(decrease)	<u>(1,084,686)</u>	<u>\$ (24,280,038)</u>	<u>(2,159,858)</u>	<u>\$ (46,365,543)</u>	<u>(40,484)</u>	<u>\$ (886,580)</u>	<u>(788,085)</u>	<u>\$ (17,503,435)</u>

**SHELTON TACTICAL CREDIT FUND**

	<b>Institutional Shares</b>				<b>Investor Shares</b>			
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>		<b>Year Ended December 31, 2022</b>		<b>Six Months Ended June 30, 2023 (Unaudited)</b>		<b>Year Ended December 31, 2022</b>	
	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>	<b>Shares</b>	<b>Value</b>
Shares sold	243,447	\$ 2,430,487	789,979	\$ 8,297,127	17,182	\$ 170,993	50,538	\$ 527,195
Shares issued in reinvestment of distributions	44,018	435,554	93,390	945,293	10,145	99,877	9,975	100,884
Shares repurchased	(489,053)	(4,855,416)	(2,134,275)	(22,921,868)	(14,551)	(144,392)	(119,349)	(1,219,490)
Net increase/(decrease)	<u>(201,588)</u>	<u>\$ (1,989,375)</u>	<u>(1,250,906)</u>	<u>\$ (13,679,448)</u>	<u>12,776</u>	<u>\$ 126,478</u>	<u>(58,836)</u>	<u>\$ (591,411)</u>

See accompanying notes to financial statements.

**FINANCIAL HIGHLIGHTS**  
(FOR A SHARE OUTSTANDING THROUGHOUT EACH YEAR)

<b>SHELTON EMERGING MARKETS FUND<sup>(a)</sup></b> <b>INSTITUTIONAL SHARES<sup>(b)</sup></b>	<b>Six Months</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Period Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>Ended</b>	<b>December 31,</b>	<b>December 31,</b>	<b>December 31,</b>	<b>September 30,</b>	<b>September 30,</b>	<b>September 30,</b>
	<b>June 30, 2023</b>	<b>2022</b>	<b>2021</b>	<b>2020<sup>(c)</sup></b>	<b>2020</b>	<b>2019</b>	<b>2018</b>
	<b>(Unaudited)</b>						
Net asset value, beginning of year	\$ 16.76	\$ 19.86	\$ 20.09	\$ 15.33	\$ 14.82	\$ 16.22	\$ 15.90
<b>INCOME FROM INVESTMENT OPERATIONS</b>							
Net investment income/(loss) <sup>(d)</sup>	0.16	0.17 <sup>(e)</sup>	— <sup>(e)</sup>	(0.04)	0.01	0.31	0.31
Net gain/(loss) on securities (both realized and unrealized)	1.62	(3.02)	0.15	4.84	0.87	(1.24)	0.04
Total from investment operations	1.78	(2.85)	0.15	4.80	0.88	(0.93)	0.35
<b>LESS DISTRIBUTIONS</b>							
Dividends from net investment income	—	(0.25)	(0.38)	(0.04)	(0.37)	(0.31)	(0.03)
Distributions from capital gains	—	—	—	—	—	(0.16)	—
Total distributions	—	(0.25)	(0.38)	(0.04)	(0.37)	(0.47)	(0.03)
Net asset value, end of year or period	\$ 18.54	\$ 16.76	\$ 19.86	\$ 20.09	\$ 15.33	\$ 14.82	\$ 16.22
Total return	12.29% <sup>(f)</sup>	(14.33)%	0.77%	31.29% <sup>(f)</sup>	5.78%	(5.60)%	2.21%
<b>RATIOS / SUPPLEMENTAL DATA</b>							
Net assets, end of year (000s)	\$ 26,949	\$ 22,812	\$ 30,458	\$ 25,749	\$ 21,354	\$ 41,845	\$ 50,897
Ratio of expenses to average net assets:							
Before expense reimbursements	1.86% <sup>(g)</sup>	1.77%	1.58%	1.48% <sup>(g)</sup>	1.89%	1.78%	1.61%
After expense reimbursements <sup>(h)</sup>	1.86% <sup>(g)</sup>	1.77%	1.56%	1.48% <sup>(g)</sup>	1.61%	1.56%	1.55%
Ratio of net investment income/(loss) to average net assets							
Before expense reimbursements	1.75% <sup>(g)</sup>	4.00%	(0.04)%	(0.88)% <sup>(g)</sup>	(0.20)%	1.81%	1.83%
After expense reimbursements	1.75% <sup>(g)</sup>	4.00%	0.04%	(0.88)% <sup>(g)</sup>	0.08%	2.03%	1.89%
Portfolio turnover	20% <sup>(i)</sup>	49%	21%	27% <sup>(i)</sup>	58%	78%	63%
<b>INVESTOR SHARES<sup>(j)</sup></b>							
	<b>Six Months</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Period Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>
	<b>Ended</b>	<b>December 31,</b>	<b>December 31,</b>	<b>December 31,</b>	<b>September 30,</b>	<b>September 30,</b>	<b>September 30,</b>
	<b>June 30, 2023</b>	<b>2022</b>	<b>2021</b>	<b>2020<sup>(c)</sup></b>	<b>2020</b>	<b>2019</b>	<b>2018</b>
	<b>(Unaudited)</b>						
Net asset value, beginning of year	\$ 16.53	\$ 19.64	\$ 19.92	\$ 15.20	\$ 14.73	\$ 16.08	\$ 15.77
<b>INCOME FROM INVESTMENT OPERATIONS</b>							
Net investment income/(loss) <sup>(e)</sup>	0.13	0.15	(0.05)	(0.05)	(0.01)	0.14	0.24
Net gain/(loss) on securities (both realized and unrealized)	2.16	(3.01)	0.15	4.81	0.84	(1.10)	0.07
Total from investment operations	2.29	(2.86)	0.10	4.76	0.83	(0.96)	0.31
<b>LESS DISTRIBUTIONS</b>							
Dividends from net investment income	—	(0.25)	(0.38)	(0.04)	(0.36)	(0.23)	(0.00)
Distributions from capital gains	—	—	—	—	—	(0.16)	—
Total distributions	—	(0.25)	(0.38)	(0.04)	(0.36)	(0.39)	(0.00)
Net asset value, end of year or period	\$ 18.82	\$ 16.53	\$ 19.64	\$ 19.92	\$ 15.20	\$ 14.73	\$ 16.08
Total return <sup>(j)</sup>	12.16% <sup>(f)</sup>	(14.56)%	0.52%	31.29% <sup>(f)</sup>	5.48%	(5.87)%	1.97%
<b>RATIOS / SUPPLEMENTAL DATA</b>							
Net assets, end of year (000s)	\$ 970	\$ 914	\$ 1,260	\$ 1,588	\$ 1,432	\$ 1,925	\$ 6,436
Ratio of expenses to average net assets:							
Before expense reimbursements	2.12% <sup>(g)</sup>	2.03%	1.84%	1.73% <sup>(g)</sup>	2.54%	2.26%	1.96%
After expense reimbursements <sup>(h)</sup>	2.12% <sup>(g)</sup>	2.03%	1.81%	1.73% <sup>(g)</sup>	1.89%	1.81%	1.80%
Ratio of net investment income/(loss) to average net assets							
Before expense reimbursements	1.49% <sup>(g)</sup>	3.44%	(0.28)%	(1.12)% <sup>(g)</sup>	(0.74)%	0.45%	1.32%
After expense reimbursements	1.49% <sup>(g)</sup>	3.44%	(0.25)%	(1.12)% <sup>(g)</sup>	(0.08)%	0.90%	1.48%
Portfolio turnover	20% <sup>(i)</sup>	49%	21%	27% <sup>(i)</sup>	58%	78%	63%

(a) Formerly named ICON Emerging Markets Fund.

(b) Formerly named ICON Emerging Markets Fund - Class S.

(c) Fund changed its fiscal year end from September 30 to December 31.

(d) Calculated based upon average shares outstanding.

(e) Amount less than \$(0.005).

(f) Not annualized.

(g) Annualized.

(h) Effective for the year ended September 30, 2020 and thereafter, CCO Fees are not included in the expense limitation. For the year ended September 30, 2020, reorganization costs not included. For all years presented, interest expense, when applicable, is not included in the expense limitation.

(i) Formerly named ICON Emrging Markets Fund - Class A

(j) Total return calculation excludes sales charges.

**See accompanying notes to financial statements.**

**FINANCIAL HIGHLIGHTS**  
(FOR A SHARE OUTSTANDING THROUGHOUT EACH YEAR) (CONTINUED)

<b>SHELTON INTERNATIONAL SELECT EQUITY FUND INSTITUTIONAL SHARES</b>	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>	<b>Year Ended December 31, 2021</b>	<b>Year Ended December 31, 2020</b>	<b>Year Ended December 31, 2019</b>	<b>Year Ended December 31, 2018</b>
Net asset value, beginning of year	\$ 20.81	\$ 27.20	\$ 25.77	\$ 22.02	\$ 18.35	\$ 21.34
<b>INCOME FROM INVESTMENT OPERATIONS</b>						
Net investment income/(loss) <sup>(a)</sup>	0.23	0.47	0.16	0.12	0.29	0.19
Net gain/(loss) on securities (both realized and unrealized)	2.05	(5.72)	1.45	3.84	3.84	(2.97)
Total from investment operations	<u>2.28</u>	<u>(5.25)</u>	<u>1.61</u>	<u>3.96</u>	<u>4.13</u>	<u>(2.78)</u>
<b>LESS DISTRIBUTIONS</b>						
Dividends from net investment income	—	(1.14)	(0.18)	(0.21)	(0.46)	(0.21)
Distributions from return of capital	—	—	—	—	—	—
Distributions from capital gains	—	—	—	—	—	—
Total distributions	<u>—</u>	<u>(1.14)</u>	<u>(0.18)</u>	<u>(0.21)</u>	<u>(0.46)</u>	<u>(0.21)</u>
Redemption Fees	—	—	—	—	—	—
Net asset value, end of year	<u>\$ 23.09</u>	<u>\$ 20.81</u>	<u>\$ 27.20</u>	<u>\$ 25.77</u>	<u>\$ 22.02</u>	<u>\$ 18.35</u>
Total return <sup>(b)</sup>	10.96%	(19.29)%	6.23%	18.07%	22.53%	(13.17)%
<b>RATIOS / SUPPLEMENTAL DATA</b>						
Net assets, end of year or period (000s)	\$ 52,002	\$ 69,446	\$ 149,505	\$ 127,893	\$ 55,619	\$ 41,424
Ratio of expenses to average net assets:						
Before expense reimbursements	1.23%	1.08%	0.99%	1.04%	1.12%	1.36%
After expense reimbursements	1.00%	1.00%	0.99%	0.99%	1.01%	1.17%
Ratio of net investment income/(loss) to average net assets						
Before expense reimbursements	1.81%	1.99%	0.61%	0.49%	1.28%	0.73%
After expense reimbursements	2.08%	2.07%	0.61%	0.54%	1.40%	0.92%
Portfolio turnover	17%	44%	46%	46%	49%	65%
<b>INVESTOR SHARES</b>						
	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>	<b>Year Ended December 31, 2021</b>	<b>Year Ended December 31, 2020</b>	<b>Year Ended December 31, 2019</b>	<b>Year Ended December 31, 2018</b>
Net asset value, beginning of year	\$ 20.21	\$ 27.04	\$ 25.62	\$ 21.91	\$ 18.29	\$ 21.30
<b>INCOME FROM INVESTMENT OPERATIONS</b>						
Net investment income/(loss) <sup>(a)</sup>	0.22	0.47	0.11	0.05	0.24	0.11
Net gain/(loss) on securities (both realized and unrealized)	1.96	(5.73)	1.42	3.80	3.83	(2.94)
Total from investment operations	<u>2.18</u>	<u>(5.26)</u>	<u>1.53</u>	<u>3.85</u>	<u>4.07</u>	<u>(2.83)</u>
<b>LESS DISTRIBUTIONS</b>						
Dividends from net investment income	—	(1.57)	(0.11)	(0.14)	(0.45)	(0.18)
Distributions from return of capital	—	—	—	—	—	—
Distributions from capital gains	—	—	—	—	—	—
Total distributions	<u>—</u>	<u>(1.57)</u>	<u>(0.11)</u>	<u>(0.14)</u>	<u>(0.45)</u>	<u>(0.18)</u>
Redemption Fees	—	—	—	—	—	—
Net asset value, end of year	<u>\$ 22.39</u>	<u>\$ 20.21</u>	<u>\$ 27.04</u>	<u>\$ 25.62</u>	<u>\$ 21.91</u>	<u>\$ 18.29</u>
Total return	10.79% <sup>(c)</sup>	(19.47)%	5.97%	17.64%	22.25%	(13.41)%
<b>RATIOS / SUPPLEMENTAL DATA</b>						
Net assets, end of year or period (000s)	\$ 6,469	\$ 6,657	\$ 30,219	\$ 15,863	\$ 5,152	\$ 5,904
Ratio of expenses to average net assets:						
Before expense reimbursements	1.49% <sup>(d)</sup>	1.33% <sup>(e)</sup>	1.23%	1.29%	1.38%	1.56%
After expense reimbursements	1.24% <sup>(d)</sup>	1.25%	1.23%	1.24%	1.26%	1.38%
Ratio of net investment income/(loss) to average net assets						
Before expense reimbursements	1.75% <sup>(d)</sup>	1.96%	0.40%	0.19%	1.06%	0.33%
After expense reimbursements	2.02% <sup>(d)</sup>	2.04%	0.40%	0.24%	1.17%	0.51%
Portfolio turnover	17% <sup>(c)</sup>	44%	46%	46%	49%	65%

(a) Calculated based upon average shares outstanding.

(b) Total return calculation excludes sales charges.

(c) Not annualized.

(d) Annualized.

(e) During the period, certain fees were waived and/or reimbursed; or recouped, if any. If such fee waivers and/or reimbursements or recoupments had not occurred, the ratios would have been indicated

**See accompanying notes to financial statements.**



**FINANCIAL HIGHLIGHTS**  
(FOR A SHARE OUTSTANDING THROUGHOUT EACH YEAR) (CONTINUED)

<b>SHELTON TACTICAL CREDIT FUND INSTITUTIONAL SHARES</b>	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>	<b>Year Ended December 31, 2021</b>	<b>Year Ended December 31, 2020</b>	<b>For the Period November 1, 2019 through December 31, 2019<sup>(e)</sup></b>	<b>Year Ended October 31, 2019</b>	<b>Year Ended October 31, 2018</b>
Net asset value, beginning of year	\$ 9.98	\$ 11.07	\$ 10.70	\$ 10.55	\$ 10.53	\$ 10.97	\$ 10.75
<b>INCOME FROM INVESTMENT OPERATIONS</b>							
Net investment income/(loss) <sup>(b)</sup>	0.24	0.28	0.23	0.40	0.04	0.12	0.17
Net gain/(loss) on securities (both realized and unrealized)	(0.10)	(1.08)	0.53	0.18	0.02	(0.09)	0.38
Total from investment operations	0.14	(0.80)	0.76	0.58	0.06	0.03	0.55
<b>LESS DISTRIBUTIONS</b>							
Dividends from net investment income	(0.30)	(0.29)	(0.39)	(0.43)	(0.04)	(0.36)	(0.29)
Distributions from capital gains	—	—	—	—	—	(0.11)	(0.04)
Total distributions	(0.30)	(0.29)	(0.39)	(0.43)	(0.04)	(0.47)	(0.33)
Redemption fees <sup>(b)</sup>	—	—	—	—	—	—	— <sup>(c)</sup>
Net asset value, end of year	<u>\$ 9.82</u>	<u>\$ 9.98</u>	<u>\$ 11.07</u>	<u>\$ 10.70</u>	<u>\$ 10.55</u>	<u>\$ 10.53</u>	<u>\$ 10.97</u>
Total return	1.37%	(7.27)%	7.09%	5.89%	0.60% <sup>(d)</sup>	0.37%	5.20%
<b>RATIOS / SUPPLEMENTAL DATA</b>							
Net assets, end of year or period (000s)	\$ 30,299	\$ 32,821	\$ 50,232	\$ 40,473	\$ 69,877	\$ 77,405	\$ 66,195
Ratio of expenses to average net assets:							
Before expense reimbursements	1.67% <sup>(f)</sup>	1.86% <sup>(e)</sup>	2.13% <sup>(e)</sup>	3.45% <sup>(e)</sup>	2.54% <sup>(e),(f),(g)</sup>	2.25% <sup>(e),(f)</sup>	5.18% <sup>(e)</sup>
After expense reimbursements	1.05% <sup>(f)</sup>	1.72% <sup>(e)</sup>	2.04% <sup>(e)</sup>	3.35% <sup>(e)</sup>	2.43% <sup>(e),(f),(g)</sup>	2.14% <sup>(e),(f)</sup>	4.95% <sup>(e)</sup>
Ratio of net investment income/(loss) to average net assets:							
Before expense reimbursements	4.23% <sup>(f)</sup>	2.54%	1.97%	3.83%	2.34% <sup>(g)</sup>	1.00%	1.38%
After expense reimbursements	4.88% <sup>(f)</sup>	2.68%	2.06%	3.93%	2.45% <sup>(g)</sup>	1.11%	1.61%
Portfolio turnover	63%	63%	118%	249%	20% <sup>(e)</sup>	116%	63%

See accompanying notes to financial statements.

**FINANCIAL HIGHLIGHTS**  
**(FOR A SHARE OUTSTANDING THROUGHOUT EACH YEAR) (CONTINUED)**

<b>INVESTOR SHARES</b>	<b>Six Months Ended June 30, 2023 (Unaudited)</b>	<b>Year Ended December 31, 2022</b>	<b>Year Ended December 31, 2021</b>	<b>Year Ended December 31, 2020</b>	<b>For the Period November 1, 2019 through December 31, 2019<sup>(e)</sup></b>	<b>Year Ended October 31, 2019</b>	<b>Year Ended October 31, 2018</b>
Net asset value, beginning of year	\$ 9.97	\$ 11.05	\$ 10.71	\$ 10.55	\$ 10.54	\$ 10.96	\$ 10.74
<b>INCOME FROM INVESTMENT OPERATIONS</b>							
Net investment income/(loss) <sup>(b)</sup>	0.23	0.25	0.21	0.36	0.04	0.08	0.15
Net gain/(loss) on securities (both realized and unrealized)	(0.11)	(1.07)	0.51	0.21	—	(0.06)	0.37
Total from investment operations	0.12	(0.82)	0.72	0.57	0.04	0.02	0.52
<b>LESS DISTRIBUTIONS</b>							
Dividends from net investment income	(0.28)	(0.24)	(0.38)	(0.41)	(0.03)	(0.33)	(0.26)
	—	(0.02)	—	—	—	—	—
Distributions from capital gains	—	—	—	—	—	(0.11)	(0.04)
Total distributions	(0.28)	(0.26)	(0.38)	(0.41)	(0.03)	(0.44)	(0.30)
Redemption fees <sup>(b)</sup>	—	—	—	—	—	—	— <sup>(c)</sup>
Net asset value, end of year	<u>\$ 9.81</u>	<u>\$ 9.97</u>	<u>\$ 11.05</u>	<u>\$ 10.71</u>	<u>\$ 10.55</u>	<u>\$ 10.54</u>	<u>\$ 10.96</u>
Total return <sup>(h)</sup>	1.20% <sup>(d)</sup>	(7.42)%	6.75%	5.77%	0.43% <sup>(d)</sup>	0.22%	4.93%
<b>RATIOS / SUPPLEMENTAL DATA</b>							
Net assets, end of year or period (000s)	\$ 3,591 <sup>(d)</sup>	\$ 3,523	\$ 4,556	\$ 6,510	\$ 20,478	\$ 20,942	\$ 12,044
Ratio of expenses to average net assets:							
Before expense reimbursements	1.94% <sup>(e),(f)</sup>	2.11% <sup>(e)</sup>	2.41% <sup>(e)</sup>	3.70% <sup>(e)</sup>	2.79% <sup>(e),(f),(g)</sup>	3.51% <sup>(e),(f)</sup>	5.43% <sup>(e)</sup>
After expense reimbursements	1.29% <sup>(e),(f)</sup>	1.97%	2.31% <sup>(e)</sup>	3.60% <sup>(e)</sup>	2.68% <sup>(e),(f),(g)</sup>	3.45% <sup>(e),(f)</sup>	5.20% <sup>(e)</sup>
Ratio of net investment income/(loss) to average net assets							
Before expense reimbursements	3.99% <sup>(e),(f)</sup>	2.29%	1.83%	3.51%	1.99% <sup>(f)</sup>	0.70%	1.13%
After expense reimbursements	4.64% <sup>(e),(f)</sup>	2.43%	1.93%	3.61%	2.10% <sup>(f)</sup>	0.76%	1.36%
Portfolio turnover	63% <sup>(d)</sup>	63%	118%	249%	20% <sup>(d)</sup>	116%	63%

(a) Fiscal year end changed from October 31 to December 31.

(b) Based on average shares outstanding for the period.

(c) Amount less than \$0.01 per share.

(d) Not annualized.

(e) If interest expense and dividends on securities sold short had been excluded, the expense ratios would have been lowered by 0.01% for the six month period ended June 30, 2023, 0.28% for the year ended December 31, 2022, 0.21% for the year ended December 31, 2021, 1.93% for the year ended December 31, 2020, 1.29% for the period ended December 31, 2019, 1.53% for the year ended October 31, 2019, 3.56% for the year ended October 31, 2018

(f) Annualized.

(g) As restated to reflect the inclusion of interest and fees on borrowings and short sale arrangements previously netted against interest income, which increased the ratios by 0.29% for the two months ended December 31, 2019 and 0.87% for the year ended October 31, 2019. The restatement had no effect on the net asset value, per share data, net investment income ratios and total returns.

(h) Total return calculation excluded sales charges.

**See accompanying notes to financial statements.**

**NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

SCM Trust (the “Trust”), a Massachusetts business trust formed in July 1988 is registered as an investment company under the Investment Company Act of 1940, as amended. As of December 31, 2022, the Trust consists of ten separate series, 3 of which are included in these financial statements. Shelton Capital Management (“Shelton”) serves as Investment Advisor (the “Advisor”) to the funds of the Trust.

The Shelton Emerging Markets Fund (“Emerging Markets Fund”) is an open-end diversified series of the Trust. The inception date of the Fund is June 26, 2020. The Fund’s investment objective is to seek long-term capital appreciation. The Fund is the successor fund to the ICON Emerging Markets Fund, a series of ICON Funds, pursuant to a reorganization that occurred after the close of business on June 26, 2020. All historic performance and financial information presented is that of the ICON Emerging Markets Fund, which was the accounting and performance survivor of the reorganizations. Historic information presented for the Institutional Class and Investor Classes shares is based on that of the Class S and Class A shares, respectively, of the ICON Emerging Markets Fund.

Shelton Tactical Credit Fund (“Tactical Credit Fund”) is an open-end, diversified series of the Trust. The inception date is December 12, 2013. The Fund’s investment objective is to seek current income and capital appreciation. Effective July 1, 2016, Shelton Capital Management became the advisor to the Fund. The Tactical Credit Fund is a successor to a series of the FundVantage Trust, a Delaware statutory trust, pursuant to a reorganization that took place after the close of business on March 17, 2017. On June 19, 2019, the shareholders of the Cedar Ridge Unconstrained Credit Fund (the “Cedar Ridge Fund”) approved the agreement and plan of reorganization providing for the transfer of assets and assumption of liabilities into the Shelton Tactical Credit Fund. Cedar Fund is the performance and accounting survivor of the reorganization, Shelton Tactical Credit is the legal and tax survivor. The reorganization was effective as of the close of business on June 21, 2019.

Shelton International Select Equity Fund (“International Select Fund”, and together with the Emerging Markets Fund, and the Tactical Credit Fund, each a “Fund” and collectively, the “Funds”) is an open-end, diversified series of the Trust. The inception date is July 18, 2016. The Fund’s investment objective is to achieve long-term capital appreciation. Effective July 18, 2016, Shelton became the advisor to the Fund. The International Select Fund is a successor to a series of the FundVantage Trust, a Delaware statutory trust, pursuant to a reorganization that took place after the close of business on July 28, 2017.

On June 3, 2020, the shareholders of the ICON International Equity Fund, a series of ICON Funds approved the agreement and plan of reorganization providing for the transfer of assets and assumption of liabilities into the Shelton International Select Equity Fund. The International Select Fund is the performance and accounting, legal and tax survivor of the reorganization. The reorganization was effective as of the open of business on June 29, 2020. See Note 6 for more information.

The Trust follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification Topic 946, *Financial Services – Investment Companies*.

(a) *Security Valuation* — Inputs used to value corporate debt securities generally include relative credit information, observed market movements, sector news, U.S. Treasury yield curve or relevant benchmark curve, and other market information, which may include benchmark yields, reported trades, broker-dealer quotes, issuer spreads, benchmark securities, bids, offers, and reference data, such as market research publications, when available (“Other Market Information”). Equity securities listed on a national or international exchange are valued at the last reported sales price. Futures contracts are valued at the settle price, depending on the exchange the contract trades on, typically as of 4:15 p.m., Eastern Time. Municipal securities are valued by an independent pricing service at a price determined by a matrix pricing method. This technique generally considers such factors as yields or prices of bonds of comparable quality, type of issue, coupon, maturity, ratings and general market conditions. U.S. government securities for which market quotations are readily available are valued at the mean between the closing bid and asked prices provided by an independent pricing service. U.S. agency securities consisting of mortgage pass-through certificates are valued using dealer quotations provided by an independent pricing service. U.S. Treasury Bills are valued at amortized cost which approximates market value. Securities with remaining maturities of 60 days or less are valued on the amortized cost basis as reflecting fair value.

Securities for which market quotes are not readily available from the Trust’s third-party pricing service are valued at fair value, determined in good faith by the Advisor, the Funds’ valuation designee pursuant to Rule 2a-5. The Board has delegated to the Advisor the responsibility for determining the fair value, subject to the Board oversight and the review of the pricing decisions at its quarterly meetings. For a description of the Advisor, see Note 2.

(b) *Federal Income Taxes* — No provision is considered necessary for federal income taxes. The Funds intend to qualify for and elect the tax treatment applicable to regulated investment companies under the Internal Revenue Code and to distribute all their taxable income to shareholders.

(c) *Short Sales* — Short sales are transactions under which the Tactical Credit Fund sells a security it does not own in anticipation of a decline in the value of that security. To complete such a transaction, the Fund must borrow the security to make delivery to the buyer. The Fund then is obligated to replace the security borrowed by purchasing the security at market price at the time of replacement. The price at such time may be more or less than the price at which the security was sold by the Fund. When a security is sold short a decrease in the value of the security will be recognized as a gain and an increase in the value of the security will be recognized as a loss, which is potentially limitless. Until the security is replaced, the Fund is required to pay the lender amounts equal to dividend or interest that accrue during the period of the loan which is recorded as an expense. To borrow the security, the Fund also may be required to pay a premium or an interest fee, which are recorded as interest expense. Cash or securities are segregated for the broker to meet the necessary margin requirements. The Fund is subject to the risk that it may not always be able to close out a short position at a particular time or at an acceptable price.

(d) *Municipal Bonds* — Municipal bonds are debt obligations issued by the states, possessions, or territories of the United States (including the District of Columbia) or a political subdivision, public instrumentality, agency, public authority or other governmental unit of such states, possessions, or territories (e.g., counties, cities, towns, villages, districts and authorities). Municipal bonds may be issued as taxable securities, or as federally tax-exempt securities. States, possessions, territories and municipalities may issue municipal bonds to raise funds for various public purposes such as airports, housing, hospitals, mass transportation, schools, water and sewer works, gas, and electric utilities. They may also issue municipal bonds to refund outstanding obligations and to meet general operating expenses. Municipal bonds may be general obligation bonds or revenue bonds. General obligation bonds are secured by the issuer’s pledge of its full faith, credit and taxing power for the payment of principal and interest. Revenue bonds are payable from revenues derived from particular facilities, from the proceeds of a special excise tax or from other specific revenue sources. They are not usually payable from the general taxing power of a municipality. In addition, certain types of “private activity” bonds may be issued by public authorities to obtain funding for privately operated facilities, such as housing and pollution control facilities, for industrial facilities and for water supply, gas, electricity and waste disposal facilities. Other types of private activity bonds are used to finance the construction, repair or improvement of, or to obtain equipment for, privately operated industrial or commercial facilities. Current federal tax laws place substantial limitations on the size of certain of such issues. In certain cases, the interest on a private activity bond may not be exempt from federal income tax or the alternative minimum tax.

(e) *Security Transactions, Investment Income and Distributions to Shareholders* — Security transactions are recorded on the trade date. Interest income is recorded on the accrual basis. Dividend income is recorded on the ex-dividend date. Withholding taxes on foreign dividends have been provided for, in accordance with the Trust’s understanding of the applicable country’s tax rules and rates. Tax reclaims are recorded on ex-dividend date. The Fund Accountant reconciles reclaims on their books to the Custodian’s on a semi-annual basis and provides this reconciliation to the Fund Administrator. The reconciliation provides substantial detail about each of the receivables and this data is reviewed against Shelton’s policy to determine reclaims that should be recorded or written off. Tax reclaims which are deemed de-minimis or uncollectible by the Fund Administrator are not recorded. Discounts or premiums on debt securities are accreted or amortized to interest income over the lives of the respective securities using the effective interest method or, where applicable, to the first call date of the securities.

Distributions received from investments in securities that represent a return of capital or capital gains are recorded as a reduction of cost of investment or as a realized gain, respectively. The calendar year-end amounts of ordinary income, capital gains, and return of capital included in distributions received from a Fund's investments in real estate investment trusts ("REITs") are reported to the Fund after the end of the calendar year; accordingly, the Funds estimate these amounts for accounting purposes until the characterization of REIT distributions is reported to the Fund after the end of the calendar year. Estimates are based on the most recent REIT distribution information available.

Distributions to shareholders are recorded on the ex-dividend date for the Funds. Income distributions and capital gain distributions are determined in accordance with income tax regulations which may differ from accounting principles generally accepted in the United States of America. These differences are primarily due to differing treatments for PFICs, wash sales, REIT adjustments and post-October capital losses. These "Book/tax" differences are considered either temporary (i.e., deferred losses, capital loss carry forwards) or permanent in nature. To the extent these differences are permanent in nature, such amounts are reclassified within the composition of net assets based on their federal tax basis treatment; temporary differences do not require reclassification.

(f) *Foreign Currency Translation* — Investment securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollar amounts at the date of valuation. Purchases and sales of investment securities and income and expense items denominated in foreign currencies are translated into U.S. dollar amounts on the respective dates of such transactions. The Trust does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss from investments.

Reported net realized foreign exchange gains or losses arise from sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions, and the difference between the amounts of dividends, interest, and foreign withholding taxes recorded on the company's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the fair values of assets and liabilities, other than investments in securities at fiscal period end, resulting from changes in exchange rates.

(g) *Concentration* — The Shelton Emerging Markets Fund seeks to replicate the performance of its sectors. From time to time this replication may lead a Fund to concentrate in stocks of a particular sector, category or group of companies, which could cause each Fund to underperform the overall stock market.

The Tactical Credit Fund aims to use related credit asset classes on both the long and short side to generate an attractive rate of return with low volatility. Portfolio construction is implemented with a relative value framework and looks across the entire balance sheet of a corporation from senior secured down through subordinated, equity-linked bonds. This hedged approach is designed to generate performance that is less reliant on the direction of the overall market than a typical credit-based fund.

Cash & Cash Equivalents: The Funds consider their investment in a Federal Deposit Insurance Corporation ("FDIC") insured interest bearing account to be cash and cash equivalents. Cash and cash equivalents are valued at cost plus any accrued interest. The Funds maintain cash balances, which, at times may exceed federally insured limits. The Funds maintain these balances with a high-quality financial institution.

Concentration of Credit Risk: Each Fund places its cash with a banking institution, which is insured by FDIC. The FDIC limit is \$250,000. At various times throughout the year, the amount on deposit may exceed the FDIC limit and subject the Funds to a credit risk. The Funds do not believe that such deposits are subject to any unusual risk associated with investment activities.

(h) *Use of Estimates in Financial Statements* — In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, Shelton Capital Management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, as well as the reported amounts of income and expense during the year. Actual results may differ from these estimates.

(i) *Share Valuations* — The net asset value ("NAV") per share of each Fund is calculated by dividing the sum of the value of the securities held by the Fund, plus cash or other assets, minus all liabilities (including estimated accrued expenses) by the total number of shares outstanding of the Fund, rounded to the nearest cent. A Fund's shares will not be priced on the days on which the NYSE is closed for trading. The offering and redemption price per share of each Fund is equal to a Fund's NAV per share.

(j) *Accounting for Uncertainty in Income Taxes* — The Funds recognize the tax benefits of uncertain tax positions only where the position is "more likely than not" to be sustained assuming examination by tax authorities. Shelton Capital Management has analyzed the Fund's tax positions, and has concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions taken on returns filed for open tax years (2019-2021) or expected to be taken in the Fund's 2022 tax returns. The Funds identify its major tax jurisdictions as U.S. Federal, however the Funds are not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially in the next twelve months.

(k) *Fair Value Measurements* — The Funds utilize various methods to measure the fair value of most of its investments on a recurring basis. U.S. GAAP establishes a hierarchy that prioritizes inputs to valuation methods. The three levels of inputs are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities that the Trust has the ability to access.

Level 2 – Observable inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.

Level 3 – Unobservable inputs for the asset or liability, to the extent relevant observable inputs are not available, representing the Fund's own assumptions about the assumptions a market participant would use in valuing the asset or liability, and would be based on the best information available.

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example, the type of security, whether the security is new and not yet established in the marketplace, the liquidity of markets, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3.

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety, is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The following table summarizes the valuation of the Funds' securities at June 30, 2023 using fair value hierarchy:

	Level 1 <sup>(a),(b)</sup>	Level 2 <sup>(a),(c)</sup>	Level 3 <sup>(a)</sup>	Total
<b>Emerging Markets Fund</b>				
Investments in Securities	\$ 3,312,552	\$ 24,430,573	\$ —	\$ 27,743,125
<b>International Select Fund</b>				
Investments in Securities	\$ 11,235,616	\$ 46,615,314	\$ —	\$ 57,850,930
<b>Tactical Credit Fund – Assets</b>				
Investments in Securities	\$ 151,451	\$ 33,457,805	\$ —	\$ 33,609,256

(a) It is the Funds' policy to recognize transfers between levels on the last day of the fiscal reporting period.

(b) All publicly traded common stocks and purchased options held by the Funds are classified as level 1 securities, except as otherwise noted on the Portfolio of Investments for Tactical Credit Fund. For a detailed break-out of common stocks by major industry classification, please refer to the Portfolio of Investments.

(c) All corporate bonds, municipal bonds, and term loans held in the Funds are Level 2 securities. For a detailed break-out of fixed income securities by type, please refer to the Portfolio of Investments.

### Level 3 Securities

	Tactical Credit Fund
Beginning Balance	\$ 0
Net Purchases	—
Net Sales	—
Total Realized Gain/(Loss)	—
Change in Unrealized Appreciation/(Depreciation)	—
Distributions	—
Transfers into Level 3	—
Transfers out of Level 3	—
Ending Balance	\$ 0

	Fair Value as of 6/30/2023	Unobservable Input	Valuation Techniques	Input Values	Impact to valuation from an increase to input
<b>Tactical Credit Fund</b>					
CHC Group LLC	\$ —	Estimated future cash flows	Market assessment	\$ 0	Increase
Eletson Holdings Inc / Eletson Finance US LLC / Agathonissos Finance LLC	\$ —	Estimated future cash flows	Market assessment	\$ 0	Increase

CHC Group LLC - The security trades infrequently on pink sheets and no active bids or offers are observed. The equity was substantially diluted by a recent recapitalization transaction.

Eletson Holdings Inc / Eletson Finance US LLC / Agathonissos Finance LLC - Substantially all cash distributions have been received for this bond in liquidation. Pricing vendors have ceased providing valuations, however, it is still held at the Custodian and registered at DTC in the event that there may be further immaterial distributions before the security is eventually canceled.

(l) *Disclosure about Derivative Instruments and Hedging Activities* — The Tactical Credit Fund has adopted enhanced disclosure regarding derivative and hedging activity intended to improve financial reporting of derivative instruments by enabling investors to understand how and why an entity uses derivatives, how derivatives are accounted for, and how derivative instruments affect an entity's results of operations and financial position.

The effect of derivative instruments on the Statements of Assets & Liabilities as of June 30, 2023:

Derivatives Not Accounted for as Hedging Instruments	Tactical Credit Fund
<i>Asset Derivatives</i>	
Purchased Options	\$—

The effect of derivative instruments on the Statements of Operations for the year ended June 30, 2023:

Derivatives Not Accounted for as Hedging Instruments	Tactical Credit Fund
<i>Amount of Realized Gain/(Loss) Recognized on Derivatives</i>	
Interest Rate Futures	\$ —
Purchased Interest Rate Options	—
<b>Total</b>	\$ —
<i>Amount of Change in Unrealized Appreciation/Depreciation Recognized on Derivatives</i>	
Purchased Interest Rate Options	\$ (23,438)
Written Interest Rate Options	—
<b>Total</b>	\$ (23,438)

The previously disclosed derivative instruments outstanding as of June 30, 2023, and their effect on the Statements of Operations for the year December, 31, 2022 through June 30, 2023, serve as indicators of the volume of financial derivative activity for the Funds. The following table indicates the average volume for the year:

	<b>Average Month End Notional Value</b>
Purchased Options	\$7,211,250

(m) *LIBOR Transition Risk* — The United Kingdom’s Financial Conduct Authority announced a phase out of the London Interbank Offered Rate (“LIBOR”) by the end of 2021. On November 30, 2020 the administrator of LIBOR announced its intention to delay the phase out of the majority of the U.S. dollar LIBOR publications until June 30, 2023. The remainder of LIBOR publications ended at the end of 2021. The Funds may be exposed to financial instruments tied to LIBOR to determine payment obligations, financing terms, hedging strategies or investment value. The transition process away from LIBOR might lead to increased volatility and illiquidity in markets for, and reduce the effectiveness of new hedges placed against, instruments whose terms currently include LIBOR. The ultimate effect of the LIBOR transition process on the Funds is uncertain.

## NOTE 2 – INVESTMENT MANAGEMENT FEE AND OTHER RELATED PARTY TRANSACTIONS

Shelton provides each Fund with management and administrative services pursuant to investment management and administration servicing agreements.

In accordance with the terms of the applicable management agreement, the Advisor receives compensation at the following annual rates:

<b>Fund</b>	<b>Net Assets</b>
Emerging Markets Fund	1.00%
International Select Fund	0.74%
Tactical Credit Fund	1.17%

The Advisor contractually agreed to reduce total operating expense to certain Funds of the Trust. This additional contractual reimbursement (excluding acquired fund fees and expenses, certain compliance costs, interest and broker expenses relating to investment strategies, taxes, and extraordinary expenses such as litigation or merger and reorganization expenses, for example) is effective until the dates listed below, unless renewed, and is subject to recoupment within three fiscal years following reimbursement. Recoupment is limited to the extent the reimbursement does not exceed any applicable expense limit and the effect of the reimbursement is measured after all ordinary operating expenses are calculated; any such reimbursement is subject to the Board of Trustees’ review and approval. Reimbursements from the Advisor to affected Funds are disclosed in the Statement of Operations. The contractual expense limits for the period ended June 30, 2023 are as follows:

<b>Fund</b>	<b>Contractual Expense Limitation</b>		
	<b>Institutional Shares</b>	<b>Investor Shares</b>	<b>Expiration</b>
International Select Fund	0.98%	1.23%	5/1/24
Tactical Credit Fund	0.98%	1.23%	5/1/24

At December 31, 2022, the remaining cumulative unreimbursed amount paid and/or waived by the Advisor on behalf of the Funds that may be reimbursed was \$305,398. The Advisor may recapture a portion of the above amount no later than the dates as stated below.

<b>Fund</b>	<b>Expires 9/30/23</b>	<b>Expires 12/31/23</b>	<b>Expires 12/31/24</b>	<b>Expires 12/31/25</b>	<b>Total</b>
Emerging Markets Fund	\$ 634	\$ —	\$ —	\$ —	\$ 634
International Select Fund	—	44,901	—	95,263	140,164
Tactical Credit Fund	—	62,140	47,163	55,297	164,600
<b>Total</b>	<b>\$ 634</b>	<b>\$ 107,041</b>	<b>\$ 47,163</b>	<b>\$ 150,560</b>	<b>\$ 305,398</b>

A Fund must pay its current ordinary operating expenses before the Advisor is entitled to any reimbursement of fees and/or expenses. Any such reimbursement is contingent upon the Board of Trustees review and approval prior to the time the reimbursement is initiated.

As compensation for administrative duties not covered by the management agreement, Shelton receives an administration fee. The administration fee is based on assets held, in aggregate, by the SCM Trust and other funds within the same “family” of investment companies managed and administered by Shelton. The fee rates are 0.10% on the first \$500 million, 0.08% on the next \$500 million, and 0.06% on combined assets over \$1 billion. Administration fees are disclosed in the Statements of Operations.

Certain officers and trustees of the Trust are also partners of Shelton. Steve Rogers has served as a trustee and Chairman of the Board of Trustees of the Trust since 1998, and President of the Trust since 1999. Mr. Rogers is also Chief Executive Officer of the Adviser. Gregory T. Pusch has served as the Chief Compliance Officer (“CCO”) of the Trust since March 2017. Mr. Pusch is also employed by Shelton, the Advisor and Administrator to the Trust. The Trust is responsible for the portion of his salary allocated to his duties as the CCO of the Trust during his employment, and Shelton is reimbursed by the Trust for this portion of his salary. The level of reimbursement is reviewed and determined by the Board of Trustees at least annually.

The Trust has adopted a Distribution Plan (the “Plan”), as amended July 29, 2017, pursuant to Rule 12b-1 under the Investment Company Act of 1940, whereby the Investor Shares of each Fund pays RFS Partners, the Funds’ distributor (the “Distributor”), an affiliate of Shelton, for expenses that relate to the promotion and distribution of shares. Under the Plan, the Investor Shares of the Funds will pay the Distributor a fee at an annual rate of 0.25%, payable monthly, of the daily net assets attributable to such Fund’s Investor Shares.

For the year ended June 30, 2023 the following were paid:

<b>Fund</b>	<b>Investor Class 12b-1 Fees</b>
Emerging Markets Fund	\$1,079
International Select Fund	8,317
Tactical Credit Fund	4,451

Management fees, Administration fees, Expense reimbursement from the manager, CCO fees and Trustees fees incurred during the year are included in the Statements of Operations.

**NOTE 3 – PURCHASES AND SALES OF SECURITIES**

Purchases and sales of securities other than short-term instruments for the year ended June 30, 2023 were as follows:

<b>Fund</b>	<b>Purchases</b>	<b>Sales</b>
Emerging Markets Fund	\$ 6,699,892	\$ 5,322,799
International Select Fund	11,077,572	38,493,833
Tactical Credit Fund	17,951,590	23,529,016

**NOTE 4 – TAX CHARACTER**

**Reclassifications:** Accounting principles generally accepted in the United States of America require certain components of net assets be reclassified between financial and tax reporting. These reclassifications have no effect on net assets or net asset value per share. The reclassifications on December 31, 2022 were as follows:

	<b>Increase/ (Decrease) Paid-In Capital</b>	<b>Increase/ (Decrease) Distributable Earnings/(Loss)</b>
Emerging Markets Fund	\$ (41,344)	\$ 41,344
International Select Fund	(159,440)	159,440

The reclassification of net assets consists primarily of taxable over-distributions and Net Operating Losses.

**Tax Basis of Distributable Earnings:** For U.S. Federal income tax purposes, the cost of securities owned, gross appreciation, gross depreciation, and net unrealized appreciation of investments on December 31, 2022 were as follows:

	<b>Tax Cost</b>	<b>Gross Unrealized Appreciation</b>	<b>Gross Unrealized Depreciation</b>	<b>Net Unrealized Appreciation/ (Depreciation)</b>
Emerging Markets Fund	\$ 21,534,139	\$ 3,726,703	\$ (1,182,364)	\$ 2,544,339
International Select Fund	80,819,925	7,227,929	(10,947,528)	(3,719,599)
Tactical Credit Fund	42,474,448	302,298	(6,935,750)	(6,633,452)

**Tax Basis of Distributable Earnings:** The tax character of distributable earnings at December 31, 2022 was as follows:

	<b>Distributions Payable</b>	<b>Undistributed Tax-Exempt Income</b>	<b>Undistributed Ordinary Income</b>	<b>Undistributed Capital Gains (Losses)</b>	<b>Unrealized Appreciation/ (Depreciation)</b>	<b>Other Accumulated Gains/Losses</b>	<b>Total Distributable Earnings</b>
Emerging Markets Fund	\$ —	\$ —	\$ —	\$ —	\$ 2,544,339	\$ (1,772,465)	\$ 771,874
International Select Fund	—	—	—	—	(3,719,599)	(52,673,142)	(56,392,741)
Tactical Credit Fund	—	—	—	—	(6,633,452)	(5,575,897)	(12,209,349)

The difference between book basis and tax basis unrealized appreciation/(depreciation) is attributable primarily to the realization of unrealized gains/(losses) on future contracts for tax purposes, wash sales, straddle deferrals, Passive Foreign Investment Companies, and certain other investments.

**Capital Losses:** Capital loss carry forwards, as of December 31, 2022, available to offset future capital gains, if any, are as follows:

	<b>Emerging Markets</b>	<b>International Select</b>	<b>Tactical Credit*</b>
Long Term with no Limitation with no Limit	\$ 1,650,197	\$ 38,792,949	\$ 2,896,415
Short Term with no Limitation with no Limit	116,639	11,592,609	1,432,180
Long Term Subject to Annual Limitation	—	—	—
Short Term Subject to Annual Limitation	—	—	1,089,378
Total	\$ 1,766,836	\$ 50,385,558	\$ 5,417,973
Capital Loss Carry Forwards Utilized During the Fiscal Year Ending December 31, 2022	\$ 170,252.00	\$ —	\$ —

\* Subject to annual limitation of \$561,798 under §382 of the Code through December 31, 2023, and \$527,580 for the year ending December 31, 2024.

**Distributions to Shareholders:** Income distributions and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles. These differences are primarily due to differing treatments of income and gains on various investment securities held by each Fund, timing differences and differing characterization of distributions made by each Fund.

The tax character of distributions paid during the years ended December 31, 2022 and 2021 were as follows:

<b>Fund</b>	<b>Year</b>	<b>Ordinary Income</b>	<b>Nontaxable Distribution/ Return of Capital</b>	<b>Long-Term Capital Gains<sup>(a)</sup></b>	<b>Exempt- Interest Dividends</b>	<b>Total Distributions</b>
Emerging Markets Fund	December 31, 2022	\$ 351,626	\$ —	\$ —	\$ —	\$ 351,626
	December 31, 2021	595,238	—	—	—	595,238
International Select Fund	December 31, 2022	4,214,693	—	—	—	4,214,693
	December 31, 2021	1,082,019	—	—	—	1,082,019
Tactical Credit Fund	December 31, 2022	642,982	78,540 <sup>(b)</sup>	—	336,073	1,057,595
	December 31, 2021	1,765,078	—	—	—	1,765,078

(a) The Funds did not designate any Long-Term Capital Gain dividends pursuant to Section 852(b)(3) of the Internal Revenue Code for the year ended December 31, 2022.

(b) It is possible that the Fund may not issue a Section 19 Notice in situations where the Fund's financial statements prepared later in accordance with U.S. GAAP and/or the final tax character of those distributions might later report that the sources of those distributions included capital gains and/or a return of capital.

### NOTE 5 – SECURITIES LENDINGS

The Funds have entered into an agreement with U.S. Bank, N.A. (the "Lending Agent"), dated January 19, 2020 (the "Securities Lending Agreement"), to provide securities lending services to the Funds. Under this program, the Funds may lend securities in their portfolios to approved brokers, dealers and financial institutions (but not individuals). The securities lending agreement requires that loans are collateralized in an amount equal to at least (i) 105% of then current market value of any loaned foreign securities, or (ii) 102% of the then current market value of any other loaned securities at the outset of the loan and at least 100%, at all times thereafter. The Funds have the right under the terms of the securities lending agreement to recall the securities from the borrower on demand. Cash collateral received by the Funds for securities loaned is invested by the Lending Agent in the Mount Vernon Liquid Assets Portfolio, LLC, ("Mount Vernon"). Mount Vernon seeks to maximize current income to the extent consistent with the preservation of capital and liquidity; and to maintain a stable NAV of \$1.00. The Funds continue to benefit from interest or dividends on the securities loaned and may also earn a return from the collateral. Such investments are subject to risk of payment delays, declines in the value of collateral provided, default on the part of the issuer or counterparty, and the risk that the investment may not generate sufficient interest to support the costs associated with securities lending. The Funds could also experience delays in recovering their securities and possible loss of income or value if the borrower fails to return the borrowed securities. The Funds are not subject to a master netting arrangement.

Amounts earned from security lending is disclosed in each Fund's Statement of Operations as a securities lending credit.

### NOTE 6 – BORROWINGS

In connection with the short sale arrangement of Shelton Tactical Credit Fund, the Fund may borrow in excess of the short sale proceeds. At June 30, 2023, the total amount outstanding in excess of the short sale proceeds was \$0. Amounts borrowed under this arrangement bear interest at an interest rate based on the bank's margin rate. For the year ended June 30, 2023, the weighted average interest rate of this arrangement was 0.00%, the average amount outstanding was \$0 and the maximum outstanding balance was \$0. The total amount of interest charged under the arrangement was \$0.00 and is included in the balance of Interest and fees on borrowings and short sale arrangement in the Statement of Operations.

### NOTE 7 – SUBSEQUENT EVENTS

Subsequent events after the date of the Statements of Assets and Liabilities have been evaluated through the date the financial statements were issued and fund management has noted no additional events that require recognition or disclosure in the financial statements.



## ADDITIONAL INFORMATION

### Fund Holdings

The Fund holdings shown in this report are as of June 30, 2023. Holdings are subject to change at any time, so holdings shown in the report may not reflect current Fund holdings. The Fund files its complete schedule of portfolio holdings with the Commission for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The Fund's Form N-PORT is available on the SEC's website at [www.sec.gov](http://www.sec.gov). The information filed in the Form N-PORT also may be obtained by calling (800) 955-9988.

### Proxy Voting Policy

The Fund's Statement of Additional Information ("SAI") containing a description of the policies and procedures that the Shelton Funds uses to determine how to vote proxies relating to portfolio securities, along with each Fund's proxy voting record relating to portfolio securities held during the 12-month period ended June 30, 2023 is available upon request, at no charge, at the phone number above, or on the SEC's website at [www.sec.gov](http://www.sec.gov).

### About this Report

This report is submitted for the general information of the shareholders of the Shelton Funds. It is authorized for distribution only if preceded or accompanied by a current Shelton Funds prospectus. Additional copies of the prospectus may be obtained by calling (800) 955-9988 or can be downloaded from the Fund's website at [www.sheltoncap.com](http://www.sheltoncap.com). Please read the prospectus carefully before you invest, as it explains the risks, fees and expenses of investing in the Fund.

**BOARD OF TRUSTEES AND EXECUTIVE OFFICERS (UNAUDITED)**

Overall responsibility for management of the Funds rests with the Board of Trustees. The Trustees serve during the lifetime of the Trust and until its termination, or until death, resignation, retirement or removal. The Trustees, in turn, elect the officers of the Fund to actively supervise its day-to-day operations. The officers have been elected for an annual term. The following are the Trustees and Executive Officers of the Funds:

<b>Name</b>	<b>Address</b>	<b>Year of Birth</b>	<b>Position Held with the Trust</b>	<b>Length of Time Served</b>
Stephen C. Rogers	1875 Lawrence Street, Suite 300 Denver, CO, 80202	1966	Chairman of the Board, Trustee, President	Since August 1999, Since August 1999, Since August 1999
Kevin T. Kogler	1875 Lawrence Street, Suite 300 Denver, CO, 80202	1966	Trustee	Since May 2006
Marco L. Quazzo	1875 Lawrence Street, Suite 300 Denver, CO, 80202	1962	Trustee	Since August 2014
Stephen H. Sutro	1875 Lawrence Street, Suite 300 Denver, CO, 80202	1969	Trustee	Since May 2006
William P. Mock	1875 Lawrence Street, Suite 300 Denver, CO, 80202	1966	Treasurer	Since February 2010
Gregory T. Pusch	1875 Lawrence Street, Suite 300 Denver, CO, 80202	1966	Chief Compliance Officer, Secretary	Since March 2017

Each Trustee oversees the Trust's nine Funds. The principal occupations of the Trustees and Executive Officers of the Funds during the past five years and public directorships held by the Trustees are set forth below:

Stephen C. Rogers*	Chief Executive Officer, Shelton Capital Management, 1999 to present.
Kevin T. Kogler	President & Founder of MicroBiz, LLC, 2012 to present.
Marco L. Quazzo	Principal, Bartko Zankel Bunzel & Miller, March 2015-Present.
Stephen H. Sutro	Managing Partner, Duane Morris, LLP (law firm) 2014 to present; Partner, Duane Morris LLP (law firm), 2003 to present.
William P. Mock	Portfolio Manager, Shelton Capital Management, 2010 to present.
Gregory T. Pusch	General Counsel and Chief Compliance Officer, Shelton Capital Management, 2017 to present.

Additional information about the Trustees may be found in the SAI, which is available without charge by calling (800) 955-9988.

\* Trustee deemed to be an "interested person" of the Trust, as defined in the Investment Company Act of 1940. Mr. Rogers is an interested person because he is the CEO of Shelton Capital Management, the Trust's Advisor and Administrator.

## BOARD APPROVAL OF ADVISORY AGREEMENT

The Investment Company Act of 1940 (the “1940 Act”) requires that the full board of the SCM Trust (the “Board”) and a majority of the Independent Trustees annually approve the continuation of:

- The Investment Advisory Agreement dated October 11, 2016, between SCM Trust, on behalf of the Shelton International Select Equity Fund (the “International Select Equity Fund”) and the Shelton Tactical Credit Fund (the “Tactical Credit Fund”) (each a “Fund” and together with the Shelton Emerging Markets Fund, the “Funds”), and Shelton Capital Management (“Shelton Capital” or “SCM”); and
- The Investment Advisory Agreement dated February 6, 2020, between SCM Trust, on behalf of the Shelton Emerging Markets Fund (the “Emerging Markets Fund”), and Shelton Capital Management (collectively, the “SCM Advisory Agreements”).

At a meeting held on March 9-10, 2023, the Board, including a majority of the Independent Trustees, considered and approved the continuation of the SCM Advisory Agreements for the maximum period permitted under the 1940 Act.

Prior to the Meeting, the Independent Trustees requested information from Shelton Capital and third-party sources. This information, together with other information provided by Shelton Capital, and the information provided to the Independent Trustees throughout the course of the year, formed the primary (but not exclusive) basis for the Board’s determinations, as summarized below. In addition to the information identified above, other material factors and conclusions that formed the basis for the Board’s subsequent approval are described below.

### Information Received

*Materials Received.* During the course of each year, the Independent Trustees receive a wide variety of materials relating to the services provided to the Emerging Markets Fund, the International Select Equity Fund, and the Tactical Credit Fund by Shelton Capital, including reports on each Fund’s investment results; portfolio composition; third party fund rankings; investment strategy; portfolio trading practices; shareholder services; and other information relating to the nature, extent and quality of services provided by Shelton Capital to the Funds. In addition, the Board requests and reviews supplementary information that includes materials regarding each Fund’s investment results, advisory fee and expense comparisons, the costs of operating the Funds and financial and profitability information regarding Shelton Capital, descriptions of various functions such as compliance monitoring and portfolio trading practices, and information about the personnel providing investment management services to each Fund.

*Review Process.* The Board received assistance and advice regarding legal and industry standards from independent legal counsel to the Independent Trustees and fund counsel. The Board discussed the renewal of the SCM Advisory Agreements with respect to the Emerging Markets Fund, International Select Equity Fund, and Tactical Credit Fund, as applicable, with Shelton Capital representatives, and in a private session with independent legal counsel at which representatives of Shelton Capital were not present. In deciding to approve the renewal of the SCM Advisory Agreements, the Independent Trustees considered the total mix of information requested by and made available to them and did not identify any single issue or particular information that, in isolation, was the controlling factor. This summary describes the most important, but not all, of the factors considered by the Board.

### Nature, Extent and Quality of Services

*Shelton Capital, its personnel and its resources.* The Board considered the depth and quality of Shelton Capital’s investment management process; the experience, capability and integrity of its senior management and other personnel; operating performance and the overall financial strength and stability of its organization. The Board also considered that Shelton Capital made available to its investment professionals a variety of resources relating to investment management, compliance, trading, performance and portfolio accounting. The Board further considered Shelton Capital’s continuing need to attract and retain qualified personnel and, noting Shelton Capital’s additions over recent years, determined that Shelton Capital was adequately managing matters related to the Funds.

*Other Services.* The Board considered, in connection with the performance of its investment management services to the Funds: Shelton Capital’s policies, procedures and systems to ensure compliance with applicable laws and regulations and Shelton Capital’s commitment to these programs; each of their efforts to keep the Trustees informed; and Shelton Capital’s attention to matters that may involve conflicts of interest with the Funds. As a point of comparison, the Board also considered the nature, extent, quality and cost of certain non-investment related administrative services provided by Shelton Capital to the Funds under the administration servicing agreements.

The board concluded that Shelton Capital had the quality and depth of personnel and investment methods necessary to performing its duties under the SCM Advisory Agreements, and that the nature, extent and overall quality of such services provided by Shelton Capital are satisfactory and reliable.

### Investment Performance

The Board considered each Fund’s investment results in comparison to its stated investment objectives. The Trustees also reviewed performance rankings for each Fund as provided by an independent third-party service provider. Among the factors considered in this regard, were the following for the periods ended December 31, 2022:

- For the Emerging Markets Fund, it was noted that the performance of the Fund relative to its peer category was in the highest performing quartile over the 1-year, 3-year, 5-year, and 10-year periods.
- For the Shelton International Select Equity Fund, it was noted that the performance of the Fund relative to its peer category was in the second highest performing quartile over the 5-year period, the second lowest performing quartile over the 3-year period, and in the lowest performing quartile over the 1-year period.
- For the Shelton Tactical Credit Fund, it was noted that the performance of the Fund relative to its peer category was in the highest performing quartile over the 3-year and 5-year periods, and in the second lowest performing quartile over the 1-year period.

The Board ultimately concluded that Shelton Capital’s performance records in managing the applicable Fund was satisfactory, and in some cases excellent, supporting the determination that Shelton Capital’s continued management under the applicable SCM Advisory Agreement would be consistent with the best interests of each Fund and its shareholders.

### Management Fees and Total Annual Operating Expense Ratios

The Board reviewed the management fees and total operating expenses of each Fund and compared such amounts with the management fees and total operating expenses of other funds in the industry that are found within the same style category as defined by a third-party independent service provider. The Board considered the asset size, advisory fees and total fees and expenses of each Fund in comparison to the asset size, advisory fees and other fees and expenses of other funds in each Fund’s relevant category. The Trustees considered both the gross advisory fee rates, as well as the effective advisory rates charged by Shelton Capital after taking into consideration the expense limitation arrangements on certain Funds.

## BOARD APPROVAL OF ADVISORY AGREEMENT (CONTINUED)

The Board noted that the maximum management fee charged by the Shelton International Select Equity Fund was lower than the Fund's peer category median, the Shelton Emerging Markets Fund's maximum management fee was equal to its peer category median, and the Shelton Tactical Credit Fund's maximum management fee was higher than the Fund's peer category median.

The Board also observed that except for the Institutional Classes of the Shelton International Select Equity Fund and Shelton Emerging Markets Fund, each Fund's total annual operating expense ratios, after taking into account the expense limitations and waivers applicable to certain Funds, were higher than the relevant Fund's peer category median.

### Comparable Accounts

The Board noted certain information provided by Shelton Capital regarding fees charged to other clients utilizing a strategy similar to that employed by certain Funds. The Board determined that, bearing in mind the limitations of comparing different types of managed accounts and the different levels of service typically associated with such accounts, the fee structures applicable to Shelton Capital's other clients employing a comparable strategy to each applicable Fund was not indicative of any unreasonableness with respect to the advisory fee payable by such Fund.

### Cost Structure, Level of Profits, Economies of Scale and Ancillary Benefits

The Board reviewed information regarding Shelton Capital's costs of providing services to the Funds. The Board also reviewed the resulting level of profits to SCM, including the cost allocation methodologies used to calculate such profits. The Independent Trustees received financial and other information from Shelton Capital.

The Board noted its intention to continue to monitor assets under management, and the resulting impact on Shelton Capital's profitability, in order to ensure that Shelton Capital has sufficient resources to continue to provide the services that shareholders in the Funds require. The Trustees also noted that currently, Shelton Capital has contractually agreed to limit its advisory fees on certain Funds so that those Funds do not exceed their respective specified operating expense limitations, and may extend those limits in the future.

The Board also considered that Shelton Capital does not receive material indirect benefits from managing the applicable Funds, noting the soft dollars benefits accrued to Shelton Capital.

Based on the foregoing, together with the other information provided to it at the Meeting and throughout the year, the Board concluded that each Fund's cost structure and level of profits for Shelton Capital, were reasonable and that economies of scale and ancillary benefits, to the extent present with respect to a Fund, were not material.

### Conclusions

The Board indicated that the information presented and the discussion of the information were adequate for making a determination regarding the renewal of the SCM Advisory Agreements with respect to the Emerging Markets Fund, International Select Equity Fund, and Tactical Credit Fund, as applicable. During the review process, the Board noted certain instances where clarification or follow-up was appropriate and others where the Board determined that further clarification or follow-up was not necessary. In those instances where clarification or follow-up was requested, the Board determined that in each case either information responsive to its requests had been provided, or where any request was outstanding in whole or in part, given the totality of the information provided with respect to the SCM Advisory Agreements, the Board had received sufficient information to renew and approve the SCM Advisory Agreements with respect to the Emerging Markets Fund, International Select Equity Fund, and Tactical Credit Fund, as applicable.

Based on their review, including but not limited to their consideration of each of the factors referred to above, the Board concluded that each SCM Advisory Agreement, taking into account the separate administration fees, is and would be fair and reasonable to each applicable Fund and its shareholders, that each Fund's shareholders received or should receive reasonable value in return for the advisory fees and other amounts paid to Shelton Capital by the Funds, and that the renewal of the SCM Advisory Agreements with respect to the Emerging Markets Fund, International Select Equity Fund, and Tactical Credit Fund, as applicable, was in the best interests of each Fund and its shareholders.

