

VICTORY S&P 500 INDEX FUND

SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
AFLAC INC		244,579.20	0.10%
AES CORP.		88,434.18	0.04%
AT&T INC		726,729.85	0.31%
ABBOTT LABORATORIES		1,208,268.66	0.51%
ABBVIE INC.		1,514,904.12	0.64%
ACTIVISION BLIZZARD INC		384,323.70	0.16%
ADOBE INC		1,429,317.77	0.60%
ADVANCE AUTO PARTS, INC.		26,643.70	0.01%
ADVANCED MICRO DEVICES, INC.		1,169,058.33	0.49%
AGILENT TECHNOLOGIES, INC.		226,671.25	0.10%
AIR PRODUCTS AND CHEMICALS INC		424,134.48	0.18%
AKAMAI TECHNOLOGIES, INC.		87,173.90	0.04%
ALASKA AIR GROUP INC		43,341.70	0.02%
ALBEMARLE CORP.		166,871.32	0.07%
ALEXANDRIA REAL ESTATE EQUITIES, INC.		113,830.47	0.05%
ALIGN TECHNOLOGY INC		160,552.56	0.07%
ALLIANT ENERGY CORP.		84,072.96	0.04%
ALLSTATE CORP/THE		182,642.00	0.08%
ALPHABET INC - CLASS C		3,939,992.90	1.66%
ALPHABET INC - CLASS A		4,532,320.80	1.91%
ALTRIA GROUP, INC.		515,378.10	0.22%
AMAZON.COM INC		7,416,310.76	3.12%
AMEREN CORP.		136,715.58	0.06%
AMERICAN AIRLINES GROUP INC		74,648.34	0.03%
AMERICAN ELECTRIC POWER CO INC		276,260.20	0.12%
AMERICAN EXPRESS CO		660,218.00	0.28%
AMERICAN INTERNATIONAL GROUP, INC.		265,432.02	0.11%
AMERICAN TOWER CORP. REIT		576,001.80	0.24%
AMERICAN WATER WORKS CO., INC.		177,152.75	0.07%
AMERISOURCEBERGEN CORP.		198,587.76	0.08%
AMERIPRISE FINANCIAL INC		220,554.24	0.09%
AMETEK, INC.		237,801.72	0.10%
AMGEN INC		755,978.10	0.32%
AMPHENOL CORP. - CLASS A		322,300.30	0.14%
ANALOG DEVICES, INC.		628,067.44	0.26%
ANSYS INC		182,309.04	0.08%
ELEVANCE HEALTH INC		671,322.19	0.28%
APA CORP		67,212.39	0.03%
APPLE INC		18,277,599.13	7.70%
APPLIED MATERIALS INC		778,492.44	0.33%
ARCHER-DANIELS-MIDLAND CO.		262,268.76	0.11%

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ARISTA NETWORKS INC		257,837.46	0.11%
ASSURANT, INC.		42,619.08	0.02%
ATMOS ENERGY CORPORATION		107,149.14	0.05%
AUTODESK, INC.		279,292.65	0.12%
AUTOMATIC DATA PROCESSING, INC.		578,707.07	0.24%
AUTOZONE, INC.		291,723.12	0.12%
AVALONBAY COMMUNITIES, INC.		171,289.35	0.07%
AVERY DENNISON CORP.		88,477.00	0.04%
AXON ENTERPRISE INC		87,218.64	0.04%
BAKER HUGHES CO		203,947.72	0.09%
BALL CORP.		116,711.05	0.05%
BANK OF AMERICA CORP.		1,267,725.03	0.53%
BANK OF NEW YORK MELLON CORP.		203,768.04	0.09%
BATH & BODY WORKS INC		54,712.50	0.02%
BAXTER INTERNATIONAL, INC.		146,885.44	0.06%
BECTON DICKINSON AND CO.		477,858.10	0.20%
WR BERKLEY CORP.		76,236.80	0.03%
BERKSHIRE HATHAWAY, INC. - CLASS B		3,875,465.00	1.63%
BEST BUY CO INC		101,618.00	0.04%
BIO-RAD LABORATORIES INC		51,560.32	0.02%
BIOGEN INC		262,631.70	0.11%
BIO-TECHNE CORP		81,874.89	0.03%
BLACKROCK, INC.		659,347.56	0.28%
BOEING CO.		761,020.64	0.32%
BOOKING HOLDINGS INC		634,577.55	0.27%
BORGWARNER, INC.		73,071.54	0.03%
BOSTON PROPERTIES, INC.		52,406.90	0.02%
BOSTON SCIENTIFIC CORP.		495,626.67	0.21%
BRISTOL-MYERS SQUIBB CO		856,226.55	0.36%
BROADRIDGE FINANCIAL SOLUTIONS		124,553.76	0.05%
BROADCOM INC		2,304,761.51	0.97%
BROWN & BROWN, INC.		103,260.00	0.04%
BROWN-FORMAN CORP. - CLASS B		77,865.48	0.03%
CBOE GLOBAL MARKETS INC		92,880.73	0.04%
CBRE GROUP INC CL A		159,886.51	0.07%
CDW CORP OF DELAWARE		157,626.50	0.07%
CF INDUSTRIES HOLDINGS, INC.		86,219.64	0.04%
CH ROBINSON WORLDWIDE INC		70,007.70	0.03%
CIGNA GROUP/THE		529,211.60	0.22%
CME GROUP, INC.		424,869.97	0.18%
CMS ENERGY CORP.		109,216.25	0.05%

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SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
CSX CORP.		441,833.70	0.19%
CVS HEALTH CORP		564,861.23	0.24%
COTERRA ENERCOTERRA ENERGY INC		122,123.10	0.05%
CADENCE DESIGN SYSTEMS, INC.		407,595.76	0.17%
CAESARS ENTERTAINMENT INC		69,930.84	0.03%
CAMDEN PROPERTY TRUST		74,031.60	0.03%
CAMPBELL SOUP CO		58,463.09	0.02%
CAPITAL ONE FINANCIAL CORP.		266,097.21	0.11%
CARDINAL HEALTH INC		153,487.11	0.06%
CARMAX INC.		84,369.60	0.04%
CARNIVAL CORP.		120,530.83	0.05%
CARRIER GLOBAL CORP		264,506.91	0.11%
CATALENT INC		49,777.28	0.02%
CATERPILLAR INC		808,274.25	0.34%
CELANESE CORPORATION		73,880.40	0.03%
CENTENE CORP.		235,872.65	0.10%
CENTERPOINT ENERGY, INC.		117,241.30	0.05%
CERIDIAN HCM HOLDING INC		66,166.36	0.03%
CHARLES RIVER LABORATORIES INTERNATIONAL, INC.		68,541.50	0.03%
CHARTER COMMUNICATIONS INC		243,198.94	0.10%
CHEVRON CORP		1,747,686.45	0.74%
CHIPOTLE MEXICAN GRILL, INC.		376,464.00	0.16%
CHURCH & DWIGHT CO INC		156,058.11	0.07%
CINCINNATI FINANCIAL CORP.		97,514.64	0.04%
CISCO SYSTEMS, INC.		1,350,620.96	0.57%
CINTAS CORP.		273,891.08	0.12%
CITIGROUP, INC.		571,218.28	0.24%
CITIZENS FINANCIAL GROUP INC		80,456.80	0.03%
CLOROX COMPANY		125,323.52	0.05%
COCA-COLA CO/THE		1,493,817.32	0.63%
COGNIZANT TECHNOLOGY SOLUTIONS CORP.		211,115.52	0.09%
COLGATE-PALMOLIVE CO		407,310.48	0.17%
COMCAST CORP		1,101,448.95	0.46%
COMERICA, INC.		35,540.04	0.01%
CONAGRA BRANDS, INC.		102,475.08	0.04%
CONOCOPHILLIPS		799,040.32	0.34%
CONSOLIDATED EDISON, INC.		199,693.60	0.08%
CONSTELLATION BRANDS, INC. - CLASS A		253,021.64	0.11%
CONSTELLATION ENERGY CORP		189,325.40	0.08%
COOPER COMPANIES INC		120,780.45	0.05%
COPART INC		249,368.14	0.11%

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SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
CORNING, INC.		170,855.04	0.07%
CORTEVA INC		259,626.30	0.11%
COSTCO WHOLESALE CORP		1,521,461.88	0.64%
COSTAR GROUP INC		231,756.00	0.10%
CROWN CASTLE INC		314,930.16	0.13%
CUMMINS INC		221,134.32	0.09%
DR HORTON, INC.		240,702.82	0.10%
DTE ENERGY CO.		144,566.28	0.06%
DXC TECHNOLOGY CO		38,770.72	0.02%
DANAHER CORP		1,015,920.00	0.43%
DARDEN RESTAURANTS, INC.		128,818.68	0.05%
DAVITA INC		35,465.91	0.01%
DEERE & CO		696,521.61	0.29%
DELTA AIR LINES INC		194,723.84	0.08%
DENTSPLY SIRONA INC		54,187.08	0.02%
DEVON ENERGY CORP.		197,710.60	0.08%
DEXCOM, INC.		317,548.21	0.13%
DIAMONDBACK ENERGY INC		151,589.44	0.06%
DIGITAL REALTY TRUST, INC.		211,456.59	0.09%
WALT DISNEY CO/THE		1,039,754.88	0.44%
DISCOVER FINANCIAL SERVICES		189,063.30	0.08%
DOLLAR GENERAL CORP		237,012.88	0.10%
DOLLAR TREE, INC.		190,137.50	0.08%
DOMINION ENERGY, INC.		275,937.12	0.12%
DOMINO'S PIZZA, INC.		75,822.75	0.03%
DOVER CORP		131,556.15	0.06%
DOW INC		240,096.08	0.10%
DUKE ENERGY CORP.		440,802.88	0.19%
DUPONT DE NEMOURS INC		208,962.00	0.09%
EOG RESOURCES INC		426,517.88	0.18%
EQT CORP.		94,804.65	0.04%
EASTMAN CHEMICAL CO		63,543.48	0.03%
EBAY INC		152,303.52	0.06%
ECOLAB, INC.		294,783.51	0.12%
EDISON INTERNATIONAL		169,527.45	0.07%
EDWARDS LIFESCIENCES CORPORATION		364,491.12	0.15%
ELECTRONIC ARTS, INC.		215,302.00	0.09%
EMERSON ELECTRIC CO.		329,200.38	0.14%
ENPHASE ENERGY INC		146,210.04	0.06%
ENTERGY CORP.		131,254.76	0.06%
EPAM SYSTEMS INC		82,932.75	0.03%

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EQUIFAX, INC.		184,004.60	0.08%
EQUINIX INC		467,228.24	0.20%
EQUITY RESIDENTIAL (REIT)		143,352.81	0.06%
ESSEX PROPERTY TRUST INC.		95,828.70	0.04%
ETSY INC		66,503.46	0.03%
EVERGY INC		85,526.88	0.04%
EVERSOURCE ENERGY		157,655.16	0.07%
EXELON CORP.		258,250.86	0.11%
EXPEDIA GROUP INC.		99,435.51	0.04%
EXPEDITORS INTERNATIONAL OF WASHINGTON, INC.		117,980.62	0.05%
EXTRA SPACE STORAGE INC		128,159.85	0.05%
EXXON MOBIL CORP		2,763,510.75	1.16%
FMC CORP.		83,158.98	0.04%
META PLATFORMS INC		4,046,131.02	1.70%
FACTSET RESEARCH SYSTEMS, INC.		97,758.60	0.04%
FAIR ISAAC CORP.		128,664.39	0.05%
FASTENAL CO		214,664.61	0.09%
FEDERAL REALTY INVESTMENT TRUST		45,288.36	0.02%
FEDEX CORP.		365,404.60	0.15%
F5 INC		56,310.10	0.02%
FIDELITY NATIONAL INFORMATION SERVICES, INC.		206,547.20	0.09%
FIFTH THIRD BANCORP		113,698.98	0.05%
FIRST SOLAR INC		120,326.97	0.05%
FISERV, INC.		496,274.10	0.21%
FIRSTENERGY CORP.		134,835.84	0.06%
FLEETCOR TECHNOLOGIES, INC.		118,258.68	0.05%
FORD MOTOR CO.		378,945.98	0.16%
FORTINET INC		314,000.86	0.13%
FORTIVE CORPORATION		168,456.81	0.07%
FOX CORP - CLASS A		58,310.00	0.02%
FOX CORP - CLASS B		27,776.19	0.01%
FRANKLIN RESOURCES, INC.		48,612.20	0.02%
FREEMPORT-MCMORAN INC		365,400.00	0.15%
GE HEALTHCARE TECHNOLOGIES INC		204,318.60	0.09%
ARTHUR J GALLAGHER & CO.		299,713.05	0.13%
GARTNER INC		176,556.24	0.07%
GENERAC HOLDINGS INC		59,055.48	0.02%
GENERAL DYNAMICS CORP.		308,525.10	0.13%
GENERAL ELECTRIC CO		762,359.00	0.32%
GENERAL MILLS INC		287,088.10	0.12%
GENERAL MOTORS CO.		341,641.60	0.14%

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GENUINE PARTS CO		151,630.08	0.06%
GILEAD SCIENCES, INC.		612,706.50	0.26%
GLOBAL PAYMENTS, INC.		164,528.40	0.07%
GLOBE LIFE INC		62,044.92	0.03%
GOLDMAN SACHS GROUP INC/THE		683,462.26	0.29%
WW GRAINGER, INC.		224,748.15	0.09%
HCA HEALTHCARE INC		399,076.20	0.17%
HP INC		169,672.75	0.07%
HALLIBURTON CO.		189,692.50	0.08%
HARTFORD FINANCIAL SERVICES GROUP INC/THE		142,383.54	0.06%
HASBRO, INC.		53,759.10	0.02%
HEALTHPEAK PROPERTIES INC		70,068.60	0.03%
JACK HENRY & ASSOCIATES, INC.		77,641.12	0.03%
HERSHEY CO/THE		234,468.30	0.10%
HESS CORP.		239,407.95	0.10%
HEWLETT PACKARD ENTERPRISES CO		138,751.20	0.06%
HILTON WORLDWIDE HOLDINGS INC		245,542.85	0.10%
HOLOGIC, INC.		127,041.93	0.05%
HOME DEPOT INC/THE		2,004,870.56	0.84%
HONEYWELL INTERNATIONAL INC		880,007.50	0.37%
HORMEL FOODS CORP.		74,246.12	0.03%
HOST HOTELS & RESORTS, INC.		76,290.39	0.03%
HOWMET AEROSPACE INC		116,168.64	0.05%
HUMANA, INC.		355,915.48	0.15%
J.B. HUNT TRANSPORT SERVICES, INC.		95,583.84	0.04%
HUNTINGTON BANCSHARES INC/OH		99,186.78	0.04%
HUNTINGTON INGALLS INDUSTRIES INC.		57,810.40	0.02%
IDEX CORP		103,755.32	0.04%
IDEXX LABORATORIES INC		265,679.67	0.11%
ILLINOIS TOOL WORKS INC		441,032.08	0.19%
ILLUMINA, INC.		188,989.92	0.08%
INCYTE PHARMACEUTICALS, INC.		73,455.00	0.03%
INGERSOLL-RAND INC		168,498.08	0.07%
INSULET CORP		128,022.96	0.05%
INTEL CORP		888,935.52	0.37%
INTERCONTINENTAL EXCHANGE INC		403,469.44	0.17%
INTERNATIONAL BUSINESS MACHINES CORP		774,358.47	0.33%
INTERNATIONAL FLAVORS & FRAGRANCES, INC.		129,413.34	0.05%
INTERNATIONAL PAPER CO.		70,363.72	0.03%
INTERPUBLIC GROUP OF COS INC/THE		94,906.80	0.04%
INTUIT INC		819,243.72	0.35%

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INTUITIVE SURGICAL, INC.		763,552.02	0.32%
INVITATION HOMES INC		127,452.00	0.05%
IQVIA HOLDINGS INC		265,902.91	0.11%
IRON MOUNTAIN INC		105,628.38	0.04%
JPMORGAN CHASE & CO		2,708,820.00	1.14%
JACOBS SOLUTIONS INC		96,063.12	0.04%
JOHNSON & JOHNSON		2,741,342.24	1.15%
JUNIPER NETWORKS INC		64,226.50	0.03%
KLA CORP		423,907.48	0.18%
KELLOGG CO		110,401.20	0.05%
KEURIG DR PEPPER INC		167,857.36	0.07%
KEYCORP		55,079.64	0.02%
KEYSIGHT TECHNOLOGIES INC		190,055.75	0.08%
KIMBERLY-CLARK CORP		296,829.00	0.13%
KIMCO REALTY CORP.		77,913.72	0.03%
KINDER MORGAN INC.		216,455.40	0.09%
KRAFT HEINZ CO/THE		180,482.00	0.08%
KROGER CO/THE		195,614.00	0.08%
LKQ CORPORATION		94,280.86	0.04%
L3HARRIS TECHNOLOGIES INC		236,294.39	0.10%
LABORATORY CORP. OF AMERICA HOLDINGS		136,351.45	0.06%
LAM RESEARCH CORP.		550,288.16	0.23%
LAMB WESTON HOLDING INC		106,788.55	0.04%
LAS VEGAS SANDS CORP		121,452.00	0.05%
ESTEE LAUDER COS., INC. - CLASS A		290,249.64	0.12%
LEIDOS HOLDINGS INC		77,331.52	0.03%
LENNAR CORP. - CLASS A		202,626.27	0.09%
ELI LILLY & CO		2,354,748.58	0.99%
LINCOLN NATIONAL CORP.		25,322.08	0.01%
LIVE NATION ENTERTAINMENT INC		83,547.87	0.04%
LOCKHEED MARTIN CORP		661,566.06	0.28%
LOEWS CORP		71,612.28	0.03%
LOWE'S COS INC		857,885.70	0.36%
M&T BANK CORP		130,814.32	0.06%
MGM RESORTS INTERNATIONAL		84,502.08	0.04%
MSCI INC. COMMON		239,337.90	0.10%
MARATHON OIL CORP.		90,606.72	0.04%
MARATHON PETROLEUM CORP.		315,286.40	0.13%
MARKETAXESS HOLDINGS INC		62,740.80	0.03%
MARSH & MCLENNAN COS.		593,016.24	0.25%
MARRIOTT INTERNATIONAL, INC. - CLASS A		301,802.67	0.13%

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MARTIN MARIETTA MATERIALS, INC.		182,367.55	0.08%
MASCO CORP.		82,340.30	0.03%
MASTERCARD, INC. - CLASS A		2,097,468.90	0.88%
MATCH GROUP INC		74,283.75	0.03%
MCCORMICK & CO., INC.		139,480.77	0.06%
MCDONALD'S CORP		1,388,501.73	0.58%
MCKESSON CORP.		369,195.84	0.16%
MERCK & CO., INC.		1,866,087.08	0.79%
METLIFE INC		231,773.00	0.10%
METTLER-TOLEDO INTERNATIONAL		183,629.60	0.08%
MICROSOFT CORP		16,137,509.52	6.80%
MICROCHIP TECHNOLOGY, INC.		312,758.69	0.13%
MICRON TECHNOLOGY, INC.		440,192.25	0.19%
MID-AMERICA APARTMENT COMM		112,983.84	0.05%
MODERNA INC		253,813.50	0.11%
MOHAWK INDUSTRIES, INC.		34,764.92	0.01%
MOLINA HEALTHCARE INC		112,061.28	0.05%
MOLSON COORS BEVERAGE CO		78,810.48	0.03%
MONDELEZ INTERNATIONAL INC		633,046.26	0.27%
MONOLITHIC POWER SYSTEMS INC		155,046.01	0.07%
MONSTER BEVERAGE CORP		279,732.80	0.12%
MOODY'S CORP.		349,806.32	0.15%
MORGAN STANLEY		708,990.80	0.30%
THE MOSAIC CO.		74,095.00	0.03%
MOTOROLA SOLUTIONS, INC.		313,516.32	0.13%
NRG ENERGY, INC.		54,851.13	0.02%
NVR INC		120,661.78	0.05%
NASDAQ INC		107,576.30	0.05%
NETAPP INC		104,133.20	0.04%
NETFLIX, INC.		1,247,908.17	0.53%
NEWELL BRANDS INC		20,897.40	0.01%
NEWMONT CORP		216,072.90	0.09%
NEWS CORP		47,346.00	0.02%
NEWS CORP CLASS B		14,750.56	0.01%
NEXTERA ENERGY, INC.		956,883.20	0.40%
NIKE, INC. - CLASS B		866,625.24	0.37%
NISOURCE, INC.		72,012.55	0.03%
NORDSON CORP.		85,125.74	0.04%
NORFOLK SOUTHERN CORP.		329,028.76	0.14%
NORTHERN TRUST CORP.		98,457.92	0.04%
NORTHROP GRUMMAN CORP		414,778.00	0.17%

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GEN DIGITAL INC		67,243.75	0.03%
NUCOR CORP.		262,531.98	0.11%
NVIDIA CORP.		6,667,641.24	2.81%
O'REILLY AUTOMOTIVE, INC.		370,656.40	0.16%
OCCIDENTAL PETROLEUM CORP.		269,245.20	0.11%
OLD DOMINION FREIGHT LINE, INC.		211,866.75	0.09%
OMNICOM GROUP INC.		121,030.80	0.05%
ON SEMICONDUCTOR CORP		260,284.16	0.11%
ONEOK, INC.		176,025.44	0.07%
ORACLE CORP.		1,168,034.72	0.49%
ORGANON & CO		33,837.06	0.01%
OTIS WORLDWIDE CORP		234,452.34	0.10%
PG&E CORP.		178,035.84	0.07%
PNC FINANCIAL SERVICES GROUP, INC.		320,416.80	0.13%
PPG INDUSTRIES, INC.		222,450.00	0.09%
PPL CORP.		124,309.08	0.05%
PTC INC.		96,621.70	0.04%
PACCAR, INC.		278,638.15	0.12%
PACKAGING CORP OF AMERICA		75,727.68	0.03%
PALO ALTO NETWORKS INC		492,878.79	0.21%
PARKER HANNIFIN CORP.		319,052.72	0.13%
PAYCHEX, INC.		228,774.15	0.10%
PAYCOM SOFTWARE INC		99,584.40	0.04%
PAYPAL HOLDINGS INC		474,517.03	0.20%
PEPSICO, INC.		1,626,231.60	0.68%
REVVITY INC		94,913.21	0.04%
PFIZER, INC.		1,319,709.72	0.56%
PHILIP MORRIS INTERNATIONAL, INC.		965,754.66	0.41%
PHILLIPS 66		278,891.12	0.12%
PINNACLE WEST CAPITAL CORP.		58,814.12	0.02%
PIONEER NATURAL RESOURCES CO.		308,698.20	0.13%
POOL CORPORATION		93,285.36	0.04%
T ROWE PRICE GROUP, INC.		160,300.62	0.07%
PRINCIPAL FINANCIAL GROUP, INC.		109,133.76	0.05%
PROCTER & GAMBLE CO.		2,279,438.28	0.96%
PROGRESSIVE CORP.		493,872.47	0.21%
PROLOGIS INC		721,800.18	0.30%
PRUDENTIAL FINANCIAL, INC.		205,199.72	0.09%
PUBLIC SERVICE ENTERPRISE GROUP, INC.		199,099.80	0.08%
PUBLIC STORAGE		294,215.04	0.12%
PULTEGROUP, INC.		110,538.64	0.05%

VICTORY S&P 500 INDEX FUND

SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
QORVO INC		64,993.11	0.03%
QUALCOMM, INC.		845,184.00	0.36%
QUANTA SERVICES, INC.		181,716.25	0.08%
QUEST DIAGNOSTICS, INC.		100,359.84	0.04%
RALPH LAUREN CORP.		32,304.60	0.01%
RAYMOND JAMES FINANCIAL INC.		126,184.32	0.05%
RAYTHEON TECHNOLOGIES		912,203.52	0.38%
REALTY INCOME CORP.		256,558.89	0.11%
REGENCY CENTERS CORP.		60,596.37	0.03%
REGENERON PHARMACEUTICALS INC		494,355.52	0.21%
REGIONS FINANCIAL CORP.		106,563.60	0.04%
REPUBLIC SERVICES, INC.		200,652.70	0.08%
RESMED INC		204,516.00	0.09%
ROBERT HALF INTERNATIONAL, INC.		51,676.14	0.02%
ROCKWELL AUTOMATION, INC.		241,157.40	0.10%
ROLLINS INC		63,217.08	0.03%
ROPER TECHNOLOGIES INC		326,463.20	0.14%
ROSS STORES, INC.		244,443.40	0.10%
S&P GLOBAL INC		837,860.10	0.35%
SBA COMMUNICATIONS CORP		159,914.40	0.07%
SALESFORCE INC		1,318,262.40	0.56%
HENRY SCHEIN, INC.		67,718.50	0.03%
SCHLUMBERGER LTD		446,206.08	0.19%
THE CHARLES SCHWAB CORP.		536,816.28	0.23%
SEALED AIR CORP.		36,800.00	0.02%
SEMPRA ENERGY		291,907.95	0.12%
SERVICENOW INC		729,437.06	0.31%
SHERWIN-WILLIAMS CO.		397,217.92	0.17%
SIMON PROPERTY GROUP, INC.		240,660.32	0.10%
SKYWORKS SOLUTIONS INC		112,239.66	0.05%
AO SMITH CORP.		57,787.32	0.02%
JM SMUCKER CO.		100,415.60	0.04%
SNAP-ON, INC.		97,120.03	0.04%
SOLAREEDGE TECHNOLOGIES INC		96,588.95	0.04%
SOUTHERN CO.		488,167.25	0.21%
SOUTHWEST AIRLINES CO.		137,344.53	0.06%
STANLEY BLACK & DECKER, INC.		91,460.96	0.04%
STARBUCKS CORP.		723,732.36	0.30%
STATE STREET CORP.		155,873.40	0.07%
STEEL DYNAMICS, INC.		111,435.39	0.05%
STRYKER CORP.		656,858.77	0.28%

VICTORY S&P 500 INDEX FUND

SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
SYNOPSIS, INC.		422,783.11	0.18%
SYNCHRONY FINANCIAL		92,635.52	0.04%
SYSCO CORP.		239,591.80	0.10%
TJX COS., INC.		622,273.81	0.26%
T-MOBILE US INC		509,901.90	0.21%
TAKE-TWO INTERACTIVE SOFTWARE		148,778.76	0.06%
TAPESTRY INC		63,215.60	0.03%
TARGET CORP.		388,049.80	0.16%
TARGA RESOURCES CORP		109,584.00	0.05%
TELEDYNE TECHNOLOGIES INC		123,333.00	0.05%
TELEFLEX, INC.		72,366.97	0.03%
TERADYNE, INC.		109,994.04	0.05%
TESLA INC		4,494,590.90	1.89%
TEXAS INSTRUMENTS, INC.		1,041,415.70	0.44%
TEXTRON, INC.		86,904.55	0.04%
THERMO FISHER SCIENTIFIC, INC.		1,282,461.50	0.54%
3M CO.		351,916.44	0.15%
TRACTOR SUPPLY CO.		154,327.80	0.07%
TRANSDIGM GROUP INC		297,758.61	0.13%
TRAVELERS COMPANIES INC		255,627.52	0.11%
TRIMBLE INC.		83,592.26	0.04%
TRUIST FINANCIAL CORP		257,641.15	0.11%
TYLER TECHNOLOGIES INC		111,197.49	0.05%
TYSON FOODS, INC. - CLASS A		92,892.80	0.04%
UDR INC		84,717.12	0.04%
US BANCORP		293,725.60	0.12%
ULTA BEAUTY INC		150,119.81	0.06%
UNION PACIFIC CORP.		795,153.32	0.33%
UNITED AIRLINES HOLDINGS INC		114,678.30	0.05%
UNITED PARCEL SERVICE, INC.		827,955.75	0.35%
UNITED RENTALS, INC.		195,072.06	0.08%
UNITEDHEALTH GROUP, INC.		2,852,117.76	1.20%
UNIVERSAL HEALTH SERVICES		63,265.77	0.03%
VF CORP.		40,184.45	0.02%
VALERO ENERGY CORP.		270,259.20	0.11%
VENTAS, INC.		120,538.50	0.05%
VERISIGN, INC.		130,384.69	0.05%
VERIZON COMMUNICATIONS, INC.		996,431.67	0.42%
VERISK ANALYTICS INC		208,625.69	0.09%
VERTEX PHARMACEUTICALS INC.		577,484.31	0.24%
PARAMOUNT GLOBAL		51,405.21	0.02%

VICTORY S&P 500 INDEX FUND

SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
VIATRIS INC		76,267.16	0.03%
VICI PROPERTIES INC		201,152.00	0.08%
VISA INC. - CLASS A		2,449,131.24	1.03%
VULCAN MATERIALS CO.		191,173.12	0.08%
WEC ENERGY GROUP		177,362.40	0.07%
WABTEC CORP		125,681.82	0.05%
WALMART INC.		1,405,032.02	0.59%
WALGREENS BOOTS ALLIANCE INC		130,028.36	0.05%
WARNER BROS DISCOVERY INC		177,177.66	0.07%
WASTE MANAGEMENT, INC.		409,097.78	0.17%
WATERS CORP.		100,219.04	0.04%
WELLS FARGO & CO.		1,020,649.52	0.43%
WELLTOWER INC		256,259.52	0.11%
WEST PHARMACEUTICAL SERVICES, INC.		180,908.31	0.08%
WESTERN DIGITAL CORP.		77,339.27	0.03%
WESTROCK COMPANY		47,442.24	0.02%
WEYERHAEUSER CO.		156,391.17	0.07%
WHIRLPOOL CORP		51,927.71	0.02%
WILLIAMS COS., INC.		253,339.32	0.11%
WYNN RESORTS LIMITED		69,702.60	0.03%
XCEL ENERGY, INC.		218,092.36	0.09%
XYLEM INC.		171,745.50	0.07%
YUM! BRANDS, INC.		247,311.75	0.10%
ZEBRA TECHNOLOGIES CORP		97,032.24	0.04%
ZIMMER BIOMET HOLDINGS INC		193,502.40	0.08%
ZIONS BANCORPORATION		25,355.84	0.01%
ZOETIS INC		507,158.45	0.21%
S&P 500 EMINI FUTURE SEP23 ^o	9/18/2023	64,308.25	0.03%
ALLEGION PLC		67,331.22	0.03%
AMCOR PLC		93,592.44	0.04%
AON PLC		449,450.40	0.19%
ARCH CAPITAL GROUP LIMITED		177,693.90	0.07%
ACCENTURE PLC		1,242,034.50	0.52%
BUNGE LTD		90,576.00	0.04%
EATON CORP PLC		510,794.00	0.22%
EVEREST RE GROUP LTD.		93,327.78	0.04%
INVESCO LIMITED		49,085.20	0.02%
JOHNSON CONTROLS INTERNATIONAL PLC		297,976.22	0.13%
NEW LINDE PLC		1,188,969.60	0.50%
MEDTRONIC PLC		746,999.90	0.31%
APTIV PLC		176,003.16	0.07%

VICTORY S&P 500 INDEX FUND

SECURITY DESCRIPTION	MATURITY DATE	TRADED MARKET VALUE (BASE)	TRADED MARKET VALUE (BASE) %
NORWEGIAN CRUISE LINE HOLDINGS LTD		58,844.31	0.02%
SEAGATE TECHNOLOGY HOLD		75,914.49	0.03%
PENTAIR PLC		67,894.60	0.03%
STERIS PLC		142,412.34	0.06%
TRANE TECHNOLOGIES PLC		277,900.78	0.12%
WILLIS TOWERS WATSON PLC		159,669.00	0.07%
FUTURES COLLATERAL	4/1/2042	520,582.78	0.22%
CHUBB LIMITED		508,358.40	0.21%
GARMIN LTD		101,682.75	0.04%
TE CONNECTIVITY LTD.		281,441.28	0.12%
LYONDELLBASELL INDUSTRIES NV		148,489.11	0.06%
NXP SEMICONDUCTOR NV		338,745.40	0.14%
ROYAL CARIBBEAN CRUISES LTD.		145,443.48	0.06%
			100.00%

⁹ Future/centrally cleared swap security holding where amount and percentage reflected as Traded Market Value (Base) and Traded Market Value (Base) % is based on the unrealized gain/loss as of the reporting period.

Portfolio holdings are subject to change, are unaudited, and do not represent any type of recommendation. The Funds are distributed by Victory Capital Services, Inc. **Shares of the Fund may be subject to sales charges and other fees. Carefully consider a fund's investment objectives, risks, charges and expenses before investing. To obtain a prospectus or summary prospectus containing this and other important information, visit www.vcm.com/prospectus. Read it carefully before investing.**