KEELEY Funds

Mid Cap Dividend Value Fund

Important Risk Information

The performance reflected herein is for the Class A shares without load. *"Without load" does not reflect the deduction of the maximum 4.50% sales fee (load), which reduces the performance quoted. Past performance does not guarantee future results. The performance data quoted represents past performance and current returns may be lower or higher. The investment return and principal will fluctuate so that an investor's shares, when redeemed, may be worth more or less than the original cost. Current to most recent month-end performance data may be obtained at www.KeeleyFunds.com*

This summary represents the views of the portfolio managers as of 12/31/2022. Those views may change, and the Fund disclaims any obligation to advise investors of such changes. For the purpose of determining the Fund's holdings, securities of the same issuer are aggregated to determine the weight in the Fund. Portfolio holdings are subject to change without notice and are not intended as recommendations of individual securities.

***The Fund's Inception date is October 1, 2011.**

Risks: Smaller and medium-sized company stocks are more volatile and less liquid than larger, more established company securities. Dividend paying investments may not experience the same price appreciation as non-dividend paying investments. Portfolio companies may choose not to pay a dividend or it may be less than anticipated.

Prior to investing, investors should carefully consider the Fund's investment objective, risks, charges and expenses as detailed in the prospectus and summary prospectus. To obtain a prospectus or a summary prospectus, call us at 800.533.5344 or visit www.keeleyfunds.com. The prospectus/summary prospectus should be read carefully before investing.

To Our Shareholders,

For the quarter ended December 31, 2022, the Keeley Mid Cap Dividend Value Fund's net asset value ("NAV") per Class A share rose 12.8% compared to the 10.5% increase in the Russell Mid Cap Value Index. The Fund outperformed its benchmark in all four quarters in 2022 and ended up outperforming its benchmark by 6.5 percentage points. For the full calendar year, the Fund declined 5.5% versus a decline of 12.0% for the benchmark.

Commentary

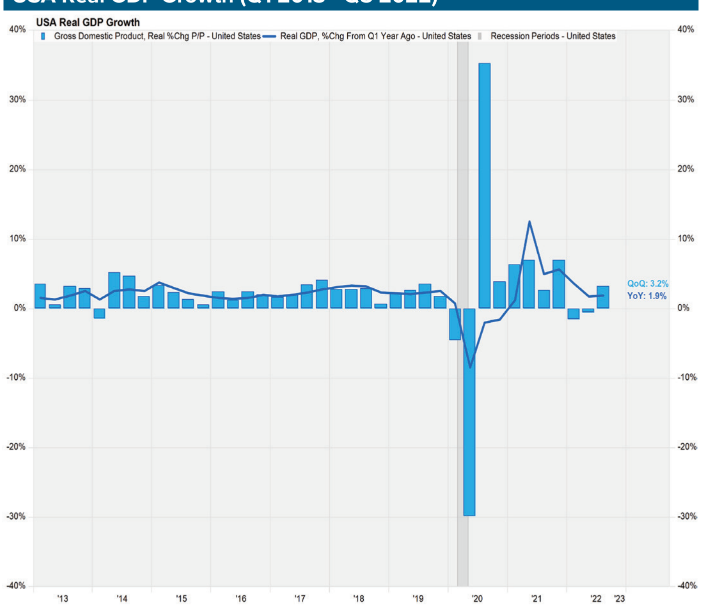
Even with a strong fourth quarter rebound most investors are glad that 2022 is over. The S&P 500 was down 18% and the Russell 2000 fell a little more than 20%. International stocks did a little better as the EAFE declined only 16% in dollar terms. Unlike previous downturns over the last couple decades, bonds did not provide a safe haven as the Bloomberg Aggregate declined 13%. Commodities fared a little better as energy-related commodities were all up, metals were mixed, and agricultural commodities were mostly higher.

Market Performance

As of December 31, 2022	3 Months	1-Year	3-Year
S&P 500 Index	7.6%	-18.1%	7.7%
Russell 3000 Value Index	12.2%	-8.0%	5.9%
Russell 3000 Index	7.2%	-19.2%	7.1%
Russell 2500 Value Index	9.2%	-13.1%	5.2%
Russell Midcap Value Index	10.5%	-12.0%	5.8%
Russell 2000 Index	6.2%	-20.4%	3.1%
Russell 2000 Value Index	8.4%	-14.5%	4.7%
Bloomberg Barclays Agg. Bond Index	1.9%	-13.0%	-2.7%

Source: eVestment.

USA Real GDP Growth (Q1 2013 - Q3 2022)



Source: U.S. Bureau of Economic Analysis, Factset. Grey represents recession periods.

Starting in March, the U.S. Federal Reserve raised the federal funds rate at seven consecutive meetings with a total increase of 4.25%. The stock market fell as interest rates are a key variable in valuing assets and higher rates mean lower values. The multiple on the S&P 500 fell 4.8 points from 21.5x at the beginning of the year to 16.7x at the end. In smaller stocks, the Russell 2000 saw its P/E contract from 23.5 to 19.1. The Russell 2000 Growth index declined 26.4% in 2022 compared with the 14.5% fall in the Russell 2000 Value.

The 400 basis points of increases and nine months of time elapsed since the beginning of the rate raising cycle seem to be starting to impact the inflation numbers. While it is hard to make much of a month or two of data, the year/year rate of core inflation slowed from 6.6% in September to 6.3% in October, and 6.0% in November. The December reading is expected to fall further to

5.7%. These numbers remain well above the Fed's 2% target rate, but the trend looks favorable.

Global central banks have embarked on a concerted effort to combat inflation through restrictive monetary policies. As a result, the global stock of negative yielding bonds has dwindled to zero after last month's policy shift by the Bank of Japan. The market value of debt trading at yields below zero approached $18 trillion in late 2020 as central banks slashed rates and launched huge bond buying through massive "quantitative easing" programs in the wake of the COVID-19 pandemic. This past year marked an end to the era of easy money. The shift to monetary tightening remains a major headwind for equity markets in 2023. A rapidly slowing economy and declining inflation could force the Fed to pivot toward monetary easing sooner than expected, a potential catalyst for a rebound in global markets.

Meanwhile, the economy and markets seem well positioned to absorb a slowdown. Stimulus money granted during the pandemic bolstered the balance sheets of individuals and businesses. While much of this has burned off or been absorbed by inflation, people and the companies they work for appear to be in a healthier position. Second, many of the excesses (negative interest rates, SPACs, profitless innovation) created in the bull market leading up to last year's downturn appear to have at least partly unwound already. Finally, valuations appear more reasonable. While large cap stocks trade above their long-term averages, small- and mid-cap stocks trade well below the averages since 1999.

Several factors make us optimistic that the Mid Cap Dividend Value Fund can continue to deliver good relative performance in the periods ahead.

- Midcap Value looks attractive. After several years of underperforming their larger peers, the relative valuation for mid-caps is attractive. The Russell Midcap index trades at 89% of the P/E of the Russell Top 200 index compared to an average of 104% since 1999, a 1.3 standard deviation discount. In addition, the Russell Midcap Value looks attractive relative to its growth counterpart at a 64% relative valuation compared to 70% historically.

- Dividend payers seem to be coming back into favor. After lagging non-dividend payers badly from 2019 through the middle of 2021, dividend payers have been outperforming.

- Finally, the characteristics of the Fund are attractive. With a weighted average Price/2023 Earnings (P/FFO for REITs) of only 10.6x, the Fund appears materially cheaper than the 13.4x for its benchmark, the Russell Midcap Value index. Furthermore, ROA, ROE, and expected growth rate are better for the Fund than the index. Finally, At the same time, 72% of the holdings in the Fund raised their dividend over the last year and 78% have a payout ratio below 50%.

Portfolio Results

All three pillars of performance contributed. When we disaggregate performance, we look at three factors: Dividend vs. non-dividend, Sector Allocation, and Stock Selection. In the fourth quarter, all three factors contributed to the Fund's outperformance.

- We estimate dividend-payers within the Russell Midcap Value index outperformed the overall index by about 100 basis points, although this factor is interwoven into the other two factors.

- Sector Allocation (do the sectors where the Fund is overweight/underweight outperform/underperform?) added a little to relative performance. A small overweight in Energy and small underweights in Information Technology and Real Estate accounted for most of the benefit.

- Stock Selection (do the stocks held by the Fund outperform the sectors in which they reside?) accounted for the vast majority of the Fund's relative outperformance. Selection added value in six sectors, detracted in two and was a push in the remaining three. The largest outperformance came in Consumer Discretionary, Real Estate, Industrials, and Health Care. Financials lagged.
  The details for those who want to dig deeper.

- Consumer Discretionary – The sector performed better than the Russell Midcap Value index and the Fund's holdings performed even better. Only one of the Fund's ten holdings declined: Hasbro, discussed later in this report. Among the rest, we saw strong performance in retail-oriented holdings such as PVH, Bath & Body Works, and Victoria's Secret which all appreciated more than 25%. We even got a nice bounce from homebuilder KB Homes.

- Real Estate – The Real Estate sector was the second worst performing sector in the benchmark during the fourth quarter, but the Fund's holdings nearly kept pace with the Russell Midcap Value index. Six of the Fund's eight holdings outperformed the sector and only Hudson Pacific was down on an absolute basis. On the positive side, retail REIT Brixmor and industrial REIT STAG led the gains.

- Industrials – Industrials lagged only Energy among the best-performing sectors in the index and the Fund's holdings outpaced the sector. Outperformance was broad-based as eleven of the Fund's twelve holdings appreciated and eight of the twelve outperformed the sector.

- Health Care – Without the drag from a large number of money-losing, development-stage biotechnology stocks, the Health Care sector in the Russell Midcap Value index outperformed the overall benchmark. The Fund's holdings did even better with broad-based gains. Interestingly, two of the Fund's eight holdings declined, but the remaining six appreciated more than 20%. The sector included one of the Fund's biggest contributors (Universal Health Services) which is discussed later in the "Let's Talk Stocks" section of this report.

- Financials – The Financials sector performed slightly worse than the overall index and the Fund's holdings performed worse than that. Within Financials, the Fund has historically overweighted banks and that positioning hurt performance this quarter. While the Fund's holdings in the Bank subsectors outperformed that subsector in the index, Banks were the worst performing subsector in Financials. Insurance and Capital Markets would have been a better place to be.

During the quarter, the Fund added four new positions and sold three holdings.

Let's Talk Stocks

The top three contributors in the quarter were:

Olin Corporation (OLN - $52.94 – NYSE) produces commodity chemicals, notably chlorine, caustic soda and epoxy resins. Olin also manufactures small caliber ammunition under the Winchester brand. Amidst concerns over what the company could earn in a recessionary environment, management reiterated an EBITDA range of $1.5-$2 billion level if all of its businesses were operating at recessionary levels or at 50% of capacity. In this scenario, the company believes it could still generate $1.1 million in free cash flow and continue to use its $2 billion share repurchase authorization. As of the end of the third quarter Olin had repurchased 14% of its outstanding shares this year. These indications were better than the company has performed in past down cycles and better than most investors expected.

Universal Health Services (UHS - $140.89 – NYSE) is one of the nation's largest hospital companies. It owns and operates acute care and behavioral health hospitals and ambulatory centers in the U.S. and in Puerto Rico. Along with other publicly traded hospital firms, UHS rallied nicely in the fourth quarter after the tone on the labor outlook from public acute care companies improved. Hospital companies believe they have seen the high-water mark for wage increases, with clear evidence of lower usage of high-cost contract labor. In addition, during the fourth quarter, UHS reassured investors that reimbursement rates in its behavioral health segment will remain strong in 2023.

ChampionX Corporation (CHX - $28.99 - NASDAQ) is a provider of consumable products (chemicals and drill bits) and artificial lifting solutions used in the production of oil and natural gas. After reporting strong third quarter results, management raised its EBITDA margin target to 18% for the fourth quarter and 20% in the intermediate term versus its current 16%. The company also tripled its share repurchase authorization to $750 million of which $670 million remained at the end of the third quarter.

The three largest detractors in the quarter were:

NRG Energy (NRG - $31.82 - NYSE) is one of the largest competitive energy retailers in the U.S. serving over five million customers supported by 18 gigawatts of conventional generation. In early December, shares of NRG fell 15% when the company announced the acquisition of Vivint Smart Home (VVNT-NYSE) for $12 per share. Investors did not see the benefits of this deal as the lack of clearly defined growth objectives and the incremental debt associated with the acquisition could negatively impact the attractive capital return policy of the company. While investors generally like Vivint's recurring revenue subscription model, they are not yet sold on the cross-selling opportunities into NRG's legacy utility customer base. Furthermore, investors remain skeptical of the competitive nature of the home security market. Finally, this transaction further complicates an already complicated story as the company diversifies away from its IPP (Independent Power Producer) roots.

Popular Inc. (BPOP - $66.32 – NASDAQ) is a bank holding company comprised of the largest bank on the island of Puerto Rico and some US operations. Its shares fell after the company reported slightly disappointing third quarter earnings and outlined a few headwinds that will impact 2023 results. While rising rates help its interest income, deposit costs are starting to pinch earnings. Furthermore, lower noninterest revenue and rising employment costs will also pressure profitability.

Hasbro, Inc. (HAS - $61.01 — NASDAQ) is a leading international toy and entertainment company that has iconic brands such as Nerf, Play-Doh, and Monopoly along with a portfolio of licensed brands. The company reported a difficult quarter with gross margin pressure driving EPS below expectations. Revenues declined 15% as Hasbro was up against a difficult prior year comparison along with negative impacts from FX headwinds and increased promotional activity. On its quarterly earnings call, management noted that its consumers started to become more price sensitive. These headwinds, coupled with a potentially challenging macro backdrop, impacted the all-important holiday shopping season and pressured the stock price.

Conclusion

In conclusion, thank you for your investment in the KEELEY Mid Cap Dividend Value Fund. We will continue to work hard to justify your confidence and trust.

January 10, 2023

Mid Cap Dividend Value Fund

The Fund's adviser has contractually agreed to waive a portion of its management fee or reimburse the Fund if total ordinary operating expenses during the current fiscal year as a percentage of the Fund's average net assets exceed 1.20% for Class A Shares and 0.95% for Class I Shares. The waiver excludes expenses related to taxes, interest charges, dividend expenses incurred on securities that a Fund sells short, litigation and other extraordinary expenses, brokerage commissions and other charges relating to the purchase and sale of portfolio securities. The waiver is in effect through February 28, 2023 and neither the Fund's adviser nor the Fund can discontinue the agreement prior to its expiration. **The expense ratios presented herein are for the Class A shares.

AVERAGE ANNUAL TOTAL RETURNS (as of 12/31/2022)

	KMDVX No Load	KMDVX Load	Russell Midcap Value
1 Year	-5.50%	-9.76%	-12.03%
5 Year	4.83%	3.87%	5.72%
10 Year	9.98%	9.48%	10.11%
Since Inception**	11.45%	11.00%	11.84%
Expense Ratio (Gross)**		1.38%	
Waiver/Expense Reimbursement**		-0.18%	
Expense Ratio (Net)**		1.20%	

Stocks of smaller cap companies tend to be more volatile and less liquid than those of large cap companies.

Top Ten Holdings (Percent of Net Assets)
December 31, 2022

Name	Weight (%)	Name	Weight (%)
Olin Corporation	2.08%	VICI Properties Inc	1.72%
Jabil Inc.	1.99%	Crane Holdings, Co.	1.70%
nVent Electric plc	1.86%	Brixmor Property Group, Inc.	1.67%
Lamar Advertising Company Class A	1.78%	Molson Coors Beverage Company Class B	1.60%
BWX Technologies, Inc.	1.77%	Equitable Holdings, Inc.	1.60%

Performance attribution is commonly used to measure the quality of the separate decisions that go into the management of an investment portfolio compared to a benchmark index. This analysis tries to isolate the effect and measure the return contribution of market allocation, which analyzes the positive/negative impact of a portfolio's allocation to groupings such as geographic regions or market sectors, and stock selection, which analyzes the positive/negative impact of the portfolio manager's security ownership and weighting decisions within a wider grouping. The performance attribution data in this quarterly commentary was prepared by Keeley-Teton Advisors, LLC ("Keeley Teton") using the following constraints: (1) Fund portfolio holdings are as of the beginning of each day; index constituents are as of the end of the day. That means that the Fund's holdings are not included until the day after acquisition (when it is included in the portfolio as of the beginning of the next business day), and a portfolio holding that is sold is included in the analysis through the end of the day on which it is sold, and that the values at which securities are included in the analysis are the values as of the beginning of the day. For the index, securities are included at their values at the end of the day. (2) The securities' values used in the analysis are the prices used by Keeley Teton in its internal records for the Fund and the prices used by the index provider for the benchmark index. If a price from either of those sources is unavailable, pricing information from FactSet is used. Pricing information from the index provider or from FactSet may differ from the pricing information used by Keeley Teton. (3) Sector and/or industry classifications may change over time. The attribution information provided in this commentary includes summaries of attribution by market sector. Attribution is not precise and should be considered to be an approximation of the relative contribution of each of the sectors considered. The information on performance by sector reflects the aggregated gross return of the Fund's securities. Contributions to the Fund's performance by sector (computed as described above) were compared against the contributions to the aggregate return of the stocks comprising the index, by sector, as reported by FactSet Databases. Holdings returns for this commentary are calculated as total returns, which reflect any dividends or income earned during the period.

Mid Cap Dividend Value Fund

The Global Industry Classification Standard ("GICS") was developed by and is the exclusive property and a service mark of MSCI Inc. ("MSCI") and Standard & Poor's, a division of The McGraw-Hill Companies, Inc. ("S&P") and is licensed for use by Keeley Teton. Neither MSCI, S&P nor any third party involved in making or compiling the GICS or any GICS classifications makes any express or implied warranties or representations with respect to such standard or classification (or the results to be obtained by the use thereof), and all such parties hereby expressly disclaim all warranties of originality, accuracy, completeness, merchantability and fitness for a particular purpose with respect to any of such standard or classification. Without limiting any of the foregoing, in no event shall MSCI, S&P, any of their affiliates or any third party involved in making or compiling the GICS or any GICS classifications have any liability for any direct, indirect, special, punitive, consequential or any other damages (including lost profits) even if notified of the possibility of such damages.

Data provided for performance attribution are estimates based on unaudited portfolio results. Performance contributors and detractors were not realized gains or losses for the Fund during the quarter. Market performance presented solely for informational purposes. The S&P 500 Index is designed to act as a barometer for the overall U.S. stock market. The index is unmanaged, consisting of 500 stocks that are chosen on the basis of market size, liquidity, and industry grouping. The S&P 500 is a market value weighted index with each stock's weight in the index proportionate to its market value. The Russell 2000® Value Index is an unmanaged index that measures the performance of the small-cap value segment of the U.S. equity universe and includes those Russell 2000 companies with lower price-to-book ratios and lower forecasted growth values. The Russell 2000® Index is an unmanaged index that measures the performance of the smallest 2,000 companies by market capitalization of the Russell 3000® Index. The Russell 2500® Value Index is an unmanaged index that measures the performance of the small to mid-cap value segment of the U.S. equity universe and includes those Russell 2500 companies with lower price-to-book ratios and lower forecasted growth values. The Russell 2500® Index is an unmanaged index that measures the performance of the 2,500 smallest companies by market capitalization of the Russell 3000® Index. The Russell Midcap® Value Index is an unmanaged index that measures the performance of the mid-cap value segment of the U.S. equity universe and includes those Russell Midcap companies with lower price-to-book ratios and lower forecasted growth values. The Russell Midcap® Index is an unmanaged index that measures the performance of the 800 smallest companies by market capitalization of the Russell 1000® Index. The Russell 1000® Index is an unmanaged index that measures the performance of the 1,000 largest companies by market capitalization of the Russell 3000® Index. The Russell 3000® Value Index is an unmanaged index that measures the performance of the broad value segment of the U.S. equity universe and includes those Russell 3000 companies with lower price-to-book ratios and lower forecasted growth values. The Russell 3000® Index is an unmanaged index that measures the performance of the 3,000 largest U.S. companies by market capitalization.The Barclays U.S. Aggregate Bond Index is a broad-based benchmark that measures the investment grade, U.S. dollar-denominated, fixed-rate taxable bond market, including Treasuries, government-related and corporate securities, MBS (agency fixed-rate and hybrid ARM passthroughs), ABS, and CMBS. The S&P SmallCap 600® measures the small-cap segment of the U.S. equity market and is unmanaged. The index is designed to track companies that meet specific inclusion criteria to confirm that they are liquid and financially viable. The S&P MidCap 400® provides investors with a benchmark for mid-sized companies. The index, which is distinct from the large-cap S&P 500®, measures the performance of mid-sized companies reflecting the distinctive risk and return characteristics of this market segment. These Index figures do not reflect any deduction for fees, expenses or taxes, and are not available for direct investment. Securities in the Fund may not match those in the indexes and performance of the Fund will differ. The KEELEY Small-Mid Cap Value Fund, KEELEY Small Cap Dividend Value Fund and KEELEY Mid Cap Dividend Value Fund are distributed by G.distributors, LLC.

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