# RIVERNORTH

12.31.2024

# Semi-Annual Report

RIVERNORTH/DOUBLELINE STRATEGIC OPPORTUNITY FUND, INC. (OPP)

RiverNorth Capital Management, LLC 360 S. Rosemary Avenue, Suite 1420 West Palm Beach, FL 33401



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#### Performance Overview

December 31, 2024 (Unaudited)

#### WHAT IS THE FUND'S INVESTMENT STRATEGY?

The RiverNorth/DoubleLine Strategic Opportunity Fund ("the Fund") seeks to achieve its investment objective by allocating its Managed Assets among the three principal investment strategies described below:

Tactical Closed-End Fund Income Strategy: This strategy seeks to (i) generate returns through investments in closed-end funds, special purpose acquisition companies ("SPACs"), exchange-traded funds and business development companies (collectively, the "Underlying Funds") that invest primarily in income-producing securities, and (ii) derive value from the discount and premium spreads associated with closed-end funds.

Opportunistic Income Strategy: This strategy seeks to generate attractive risk-adjusted returns through investments in fixed income instruments and other investments, including agency and non-agency residential mortgage-backed and other asset-backed securities, corporate bonds, municipal bonds, and real estate investment trusts. At least 50% of the Managed Assets allocated to this strategy is invested in mortgage-backed securities.

Alternative Credit Strategy: This strategy seeks to achieve a high level of income by investing in alternative credit instruments. The Fund's alternative credit investments may be made through a combination of: (i) investing in loans to small and mid-sized companies ("SMEs"); (ii) investing in notes or other pass-through obligations issued by an alternative credit platform (or an affiliate) representing the right to receive the principal and interest payments on an alternative credit investment (or fractional portions thereof) originated through the platform ("Pass-Through Notes"); (iii) purchasing asset-backed securities representing ownership in a pool of alternative credit; (iv) investing in private investment funds that purchase Alternative Credit; (v) acquiring an equity interest in an alternative credit platform (or an affiliate); and (vi) providing loans, credit lines or other extensions of credit to an alternative credit platform (or an affiliate). The Fund may invest in income-producing securities of any maturity and credit quality, including unrated or below investment grade.

RiverNorth Capital Management, LLC ("RiverNorth" or the "Adviser") allocates the Fund's Managed Assets among three principal strategies. RiverNorth manages the Tactical CEF Income Strategy and the Alternative Credit Strategy, DoubleLine Capital, LP ("DoubleLine") manages the Opportunistic Income Strategy.

RiverNorth determines which portion of the Fund's assets is allocated to each strategy based on market conditions.

December 31, 2024 (Unaudited)

#### HOW DID THE FUND PERFORM RELATIVE TO ITS BENCHMARK DURING THE PERIOD?

#### PERFORMANCE as of December 31, 2024

	Cumulative	Annualized			
TOTAL RETURN(1)	6 Months	1 Year	3 Years	5 Years	Since Inception <sup>(2)</sup>
RiverNorth/DoubleLine Strategic					
Opportunity Fund, Inc. – NAV(3)	3.52%	7.66%	-1.08%	0.80%	2.70%
RiverNorth/DoubleLine Strategic					
Opportunity Fund, Inc. – Market <sup>(4)</sup>	3.19%	14.54%	-2.85%	0.91%	2.10%
Bloomberg U.S. Aggregate					
Bond Index <sup>(5)</sup>	1.98%	1.25%	-2.41%	-0.33%	0.85%

<sup>(1)</sup> Total returns assume reinvestment of all distributions.

The total annual expense ratio as a percentage of net assets attributable to common shares as of December 31, 2024 is 2.06% (excluding interest on facility loan payable). Including interest on facility loan payable, the expense ratio is 2.65%.

Performance data quoted represents past performance, which is not a guarantee of future results. Current performance may be lower or higher than the performance quoted. The principal value and investment return of an investment will fluctuate so that your shares may be worth more or less than their original cost. You can obtain performance data current to the most recent month end by calling (844) 569-4750. Total return measures net investment income and capital gain or loss from portfolio investments. All performance shown assumes reinvestment of dividends and capital gains distributions but does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares.

<sup>(2)</sup> The Fund commenced operations on September 28, 2016.

<sup>(3)</sup> Performance returns are net of management fees and other Fund expenses.

<sup>(4)</sup> Market price is the value at which the Fund trades on an exchange. This market price can be more or less than its NAV.

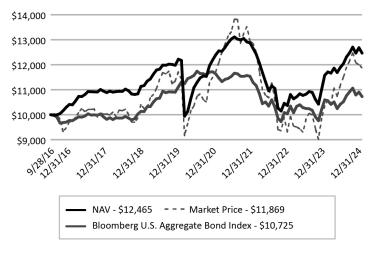
<sup>(5)</sup> The Bloomberg U.S. Aggregate Bond Index is an unmanaged index of investment grade fixedrate debt issues with maturities of at least one year. The index cannot be invested in directly and does not reflect fees and expenses.

#### Performance Overview

December 31, 2024 (Unaudited)

#### **GROWTH OF A HYPOTHETICAL \$10,000 INVESTMENT**

The graph below illustrates the growth of a hypothetical \$10,000 investment assuming the purchase of common shares at the closing market price (NYSE: OPP) of \$20.00 on September 28, 2016 (commencement of operations) and tracking its progress through December 31, 2024.



Past performance does not guarantee future results. Performance will fluctuate with changes in market conditions. Current performance may be lower or higher than the performance data shown. Performance information does not reflect the deduction of taxes that shareholders would pay on Fund distributions or the sale of Fund shares. An investment in the Fund involves risk, including loss of principal.

#### Performance Overview

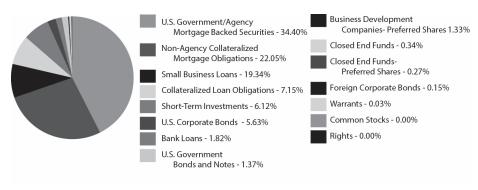
December 31, 2024 (Unaudited)

#### **TOP TEN HOLDINGS\*** as of December 31, 2024

	% of Net Assets
Government National Mortgage Association, 3.00%, 12/20/2051	2.61%
Government National Mortgage Association, 3.50%, 05/20/2051	2.60%
Government National Mortgage Association, 3.50%, 04/20/2051	2.33%
U.S. Treasury Bond, 1.75%, 08/15/2041	2.16%
Freddie Mac REMICS, 2.50%, 02/25/2052	2.04%
Fannie Mae REMICS, 2.50%, 10/25/2051	1.87%
Connecticut Avenue Securities Trust 2024-R03, 30 Day US SOFR + 2.80%, 03/25/2044	1.66%
Oaktree Specialty Lending Corp., 7.10%, 02/15/2029	1.56%
Fannie Mae REMICS, 2.50%, 05/25/2052	1.56%
COLT 2021-4 Mortgage Loan Trust, 4.14%, 10/25/2066	1.50%
	19.89%

Holdings are subject to change and exclude short-term investments.

#### ASSET ALLOCATION as of December 31, 2024<sup>^</sup>



<sup>^</sup> Holdings are subject to change.

Percentages are based on total investments of the Fund and do not include derivatives.

	of Investments	Calcadula

December 31, 2024 (Unaudited)

Sha	ares/Description					Value
	SED-END FUND	• •				
Un	ited States (0.5	•				
	72,184	PGIM Short Duration High Yield Opportu	nities Fund	l	\$	1,163,606
TO	TAL CLOSED-EN	D FUNDS				
(Co	st \$1,262,552)			_		1,163,606
	ited States (0.4)	DS - PREFERRED SHARES (0.43%)				
OII	iteu states (0.4	XAI Octagon Floating Rate Alternative Inc	come Trust	Series		
	36,866	2026, 6.50%, 03/31/2026	come mase	., 501103		933,027
TOTAL GLOSED FAID FLINIDS DEFFENDED SLADES						<u> </u>
	TAL CLOSED-EN st \$905,710)	D FUNDS - PREFERRED SHARES				022 027
(CC	St 3903,710)			-		933,027
BU	SINESS DEVELO	PMENT COMPANIES - PREFERRED SHARES	(2.08%)			
Un	ited States (2.0	8%)				
	5,913	CION Investment Corp., 7.50%, 12/30/20				149,185
	91,480	Crescent Capital BDC, Inc., 5.00%, 05/25/		<b>.</b>		2,247,664
	2,200,000	PennantPark Floating Rate Capital, Ltd., 4	4.25%, 04/	01/2026	_	2,130,226
_	TAL BUSINESS D ARES	DEVELOPMENT COMPANIES - PREFERRED				
	st \$4,643,433)			<u>-</u>		4,527,075
Pri	ncipal Amount/D	escription	Rate	Maturity		Value
	NK LOANS (2.87	7%)				
Car	nada (0.14%)					
	130.000	5 1 1 1 6 5 11 (2)	1M SOFR			420.605
\$	120,000	Bausch + Lomb Corp., First Lien (a)		05/10/27	\$	120,605
	120,000	Garda World Security Corp., First Lien (a)	3M SOFR	02/01/29		121,162
	120,000	Kronos Acquisition Holdings, Inc., First	3M SOFR			121,102
	65,000	Lien (a)		07/08/31		61,547
	•			· · -		
Gre	eat Britain (0.00	9%)				
			1M CME			
			TERM			
			SOFR +			
	5,000	Inmarsat PLC, First Lien - B Term Loan <sup>(a)</sup>	3.00%	09/23/26		5,009
Lus	embourg (0.18	%)				
LU)	reminoring (n.19	Travelport Finance Luxembourg SARL 1L,				
			, 3M SOFR			
		ZUZI, FIISL LIEU - IIIIIIAI (PIIOTIV)				
	420,757	2021, First Lien - Initial (Priority) Term Loan <sup>(a)</sup>				395.116
	420,757			09/29/28		395,116

#### Schedule of Investments

	cipal Amount/De		Rate	Maturity	Value
	IK LOANS (cont				
Net	herlands (0.01%	6)			
			1M CME		
			TERM		
		Lealand Finance Company B.V., First	SOFR +		
\$	36,549	Lien - Take-Back Term Loan <sup>(a)</sup>	9.33%	06/30/25	\$ 14,711
			1M US		
		Lealand Finance Company B.V., First	SOFR +		
	2,433	Lien - Make-Whole Term Loan <sup>(a)</sup>	3.00%	06/28/24	1,241
Unit	ed States (2.54	1%)			
			1M SOFR		
	125,000	ADMI Corp., First Lien (a)	+ 3.75%	12/23/27	123,125
		Alliant Holdings Intermediate LLC, First	1M SOFR		
	120,000	Lien <sup>(a)</sup>		09/19/31	120,457
	,		1M CME		•
			TERM		
		Allied Universal Holdco LLC, First Lien -	SOFR +		
	120,000	Initial U.S. Dollar Term Loan <sup>(a)</sup>	3.75%	05/15/28	120,541
	-,		3M SOFR	, -,	-,-
	120,000	Allspring Buyer LLC, First Lien (a)	+ 3.00%	11/01/30	120,345
	-,	3 7 3 7	3M SOFR	, - ,	-,-
	120,000	Ascend Learning LLC, First Lien (a)	+ 3.50%	12/11/28	120,797
			1M SOFR		,
	5,000	Aspire Bakeries 12/23 TL <sup>(a)</sup>	+ 4.25%	12/30/30	5,056
	•	Astra Acquisition Corp., Second Lien -	3M SOFR		•
	529,837	Initial Term Loan <sup>(a)</sup>	+ 8.88%	10/22/29	37,420
	,		3M SOFR		•
	125,000	Aveanna Healthcare LLC, First Lien (a)	+ 0.00%	07/17/28	124,164
	,	,	3M SOFR		•
	60,000	Boxer Parent Co., Inc., Second Lien (a)	+ 5.75%	07/30/32	59,200
	•	• •	3M SOFR		,
	60,000	Boxer Parent Co., Inc., First Lien (a)	+ 3.75%	07/30/31	60,569
			1M SOFR		
	120,000	BroadStreet Partners, Inc., First Lien (a)	+ 3.00%	06/16/31	120,551
	•	·	3M SOFR		,
	125,000	Central Parent LLC, First Lien (a)	+ 3.25%	07/06/29	123,508
			3M SOFR		
	120,000	Chariot Buyer LLC, First Lien (a)	+ 3.25%	11/03/28	120,863
		,	1M SOFR		
	119,688	CHG PPC Parent LLC, First Lien (a)	+ 3.00%	12/08/28	120,512
	,	Constant Contact, Inc., Second Lien -	3M SOFR		•
	530,000	Initial Term Loan <sup>(a)</sup>		02/12/29	432,833
	•		1M SOFR		,
	120,000	Cotiviti, Inc., First Lien (a)		04/30/31	120,826
					•

#### Schedule of Investments

	cipal Amount/l		Rate	Maturity	Value
BAN	NK LOANS (cor	ntinued)		•	
			3M CME		
			TERM +		
\$	120,000	Cube Industrials 10/24(a)	3.50%	10/09/31	\$ 120,950
		Cyborg Oldco DC Holdings, Inc., First	PRIME +		
	59,491	Lien - Initial Term Loan <sup>(a)</sup>	2.00%	05/01/24	327
		Deerfield Dakota Holding LLC, First Lien	3M SOFR		
	124,674	(a)	+ 3.75%	04/09/27	122,220
			3M SOFR		
	35,000	Dexko Global, Inc., First Lien (a)	+ 3.75%	10/04/28	33,176
		<b>5</b> ,	1M SOFR		
	120,000	Inc., First Lien <sup>(a)</sup>	+ 3.75%	03/31/28	121,424
			3M SOFR		
	60,000	Directv Financing LLC, First Lien (a)	+ 0.00%	08/02/29	59,030
			3M SOFR		
	60,000	Edelman Financial 12/24 <sup>(a)</sup>	+ 3.00%	04/07/28	60,437
		Edelman Financial Engines Center LLC,	1M SOFR		
	60,000	Second Lien <sup>(a)</sup>	+ 5.25%	10/06/28	60,619
			6M SOFR	/ /	
	60,000	EG America LLC, First Lien (a)	+ 4.75%	02/07/28	60,622
	4 757	5 ' C ' ' 40/24 DID(s)	3M SOFR	04/20/25	4.766
	1,757	Epic Creations 10/24 DIP <sup>(a)</sup>	+ 1.00%	04/30/25	1,766
	120.000	Fortitto Fatortoiamont II C First Lion (a)	1M SOFR	01/12/20	120 504
	120,000	Fertitta Entertainment, LLC, First Lien (a)	+ 3.50% 3M SOFR	01/13/29	120,594
	11,638	Focus Financial Partners LLC, First Lien (a)		09/17/31	11,760
	11,036	rocus Financiai Fai thers LLC, First Lien	1M SOFR	09/17/31	11,700
	108,362	Focus Financial Partners LLC, First Lien (a)		09/17/31	109,492
	108,302	Gainwell Acquisition Corp., First Lien - B		03/17/31	103,432
	125,000	Term Loan <sup>(a)</sup>	+ 4.00%	10/01/27	121,389
	123,000	Term Louis	3M SOFR	10/01/27	121,505
	60,000	Golden State Foods 10/24(a)	+ 4.25%	10/07/31	60,609
	00,000	Colden State 1 cods 10/21	1M SOFR	10/0//31	00,003
	120,000	Great Outdoors Group LLC, First Lien (a)	+ 3.75%	03/06/28	120,810
	.,	, ., ., ., ., ., ., ., ., ., ., ., ., .,	3M SOFR	,, -	-,-
	120,000	Hexion Holdings Corp., First Lien (a)	+ 4.50%	03/15/29	120,163
	•	3 17	1M SOFR		•
	120,000	INEOS US Petrochem LLC, First Lien (a)	+ 4.25%	03/29/29	121,050
	•	Kenan Advantage Group, Inc., First Lien	1M SOFR		•
	120,000	(a)	+ 3.25%	01/25/29	120,901
			1M SOFR		
	125,000	LBM Acquisition LLC, First Lien (a)	+ 3.75%	06/06/31	124,141
		Mister Car Wash Holdings, Inc., First Lien	1M SOFR		
	120,000	(a)	+ 2.75%	03/27/31	120,718
		Mitchell International, Inc., Second Lien	1M SOFR		
	60,000	(a)	+ 5.25%	06/17/32	59,500

#### Schedule of Investments

Prin	cipal Amount/De	escription	Rate	Maturity	Value
	NK LOANS (cont				
		•	1M SOFR		
\$	60,000	Mitchell International, Inc., First Lien (a)	+ 3.25%	06/17/31	\$ 60,107
		Natgasoline LLC, First Lien - Initial Term	1M SOFR		
	30,000	Loan <sup>(a)</sup>	+ 3.63%	11/14/25	29,850
			1M SOFR		
	65,000	NEP Group, Inc., First Lien (a)	+ 3.25%	08/19/26	59,573
			1M SOFR		
	120,000	OneDigital Borrower LLC, First Lien (a)	+ 3.25%	07/02/31	120,454
		-	3M SOFR		
	125,000	Radiology Partners 2/24 <sup>(a)</sup>	+ 3.50%	01/31/29	123,843
			3M SOFR		
	125,000	Restaurant Technologies, Inc. TLB 1L(a)	+ 4.25%	03/17/29	123,008
		Sedgwick Claims Management Services,	3M SOFR		
	120,000	Inc., First Lien <sup>(a)</sup>	+ 3.00%	07/31/31	120,871
			6M CME		
			TERM		
			SOFR+		
	60,000	Signia Aerospace 11/24 TL <sup>(a)</sup>	3.50%	11/21/31	60,113
			3M SOFR		
	34,913	Staples, Inc., First Lien (a)	+ 5.75%	09/10/29	33,456
		•	1M SOFR		
	119,695	STUBHUB HLDGS INC, TL <sup>(a)</sup>	+ 4.75%	03/12/30	120,144
			3M SOFR		
	65,000	Team Health Holdings, Inc., First Lien (a)	+ 5.25%	03/02/27	63,026
		Tiger Acquisition LLC, First Lien - Initial	3M SOFR		
	117,556	Term Loan <sup>(a)</sup>	+ 3.25%	06/01/28	117,850
		Triton Water Holdings, Inc., First Lien -	3M SOFR		
	120,000	Initial Term Loan <sup>(a)</sup>	+ 3.25%	03/31/28	121,096
		Univision Communications, Inc., First	3M SOFR		
	60,000	Lien <sup>(a)</sup>	+ 4.25%	06/25/29	60,356
		Vantage Specialty Chemicals, Inc., First	1M SOFR		
	60,000	Lien <sup>(a)</sup>	+ 4.75%	10/26/26	59,475
			3M SOFR		
	20,000	Veritiv Operating Co., First Lien (a)	+ 4.50%	11/29/30	20,088
			1M SOFR		
	117,793	Wand NewCo 3, Inc., First Lien (a)	+ 3.25%	01/30/31	118,422
		WaterBridge Midstream Operating LLC,	3M SOFR		
	59,850	First Lien (a)	+ 4.75%	06/27/29	59,700
		WaterBridge NDB Operating LLC, First	3M SOFR		
	120,000	Lien <sup>(a)</sup>	+ 4.50%	05/10/29	121,447

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Schediil	ലെപ്	Investments
Schoul	$\mathbf{c} \mathbf{c}$	mvesimems

Prin	ncipal Amount/D	Description	Rate	Maturity		Value
	NK LOANS (con					
	•	White Cap Supply Holdings LLC, First Lier	n 1M SOFR			
\$	125,000	(a)	+ 3.25%		\$	125,395
-	·			· · · -		
TO	TAL BANK LOA	NS				
(Co	st \$6,856,869)					6,220,130
				_		
SM	ALL BUSINESS I	LOANS (30.38%) <sup>(b)(c)(d)(e)</sup>				
Uni	ted States (30.	38%)				
			2.98% -	01/28/24-		
7	9,812,864	Square	6.50%	06/26/26		66,067,600
				_		
TOTAL SMALL BUSINESS LOANS						
(Co	st \$76,343,874	)				66,067,600
				_		
	res/Description					Value
COI	MMON STOCKS	5 (0.00%)				
Bra	zil (0.00%)					
	7,796	Oi SA				1,170
Uni	ted States (0.0					
	38,618	Pershing Square Tontine Holdings <sup>(f)(g)</sup>				0
	3,705	Riverbed Tech Class B-1 Partnership Unit	ts <sup>(g)</sup>		_	37
TO	TAL COMMON	STOCKS				
	st \$43,723)	STOCKS				1,207
(00	3t			_		1,207
Prin	ncipal Amount/D	Description	Rate	Maturity		Value
		LOAN OBLIGATIONS (11.24%)				
	man Islands (1					
•	•	•	ЗМ СМЕ			
			TERM			
			SOFR +			
\$	500,000	Apidos CLO XXIV <sup>(a)(h)</sup>	6.06%	10/20/30		504,088
•	,	P	3M CME			,
			TERM			
			SOFR +			
	500,000	Bain Capital Credit CLO 2019-3, Ltd.(a)(h)	7.36%	10/21/34		487,371
	,		3M CME			- ,-
			TERM			
			SOFR +			
	500,000	Barings CLO, Ltd. (a)(h)	6.08%	10/15/30		503,064
	,	3 ,	3M CME			,
			TERM			
			SOFR +			
	1,000,000	Benefit Street Partners CLO IX, Ltd. (a)(h)	3.10%	10/20/37		1,003,149
	,,,,,,,,,	3	2.20,0	, _0, 0,		_,
Se	e Notes to Final	ncial Statements.				

#### Schedule of Investments

Pr	incipal Amount/De	escription	Rate	Maturity	Value
CC	OLLATERALIZED LO	OAN OBLIGATIONS (continued)			
			3M CME		
			TERM		
		Benefit Street Partners CLO XXXVII,	SOFR +		
\$	1,000,000	Ltd. <sup>(a)(h)</sup>	2.85%	01/25/38	\$ 1,000,000
			3M CME		
			TERM		
			SOFR +		
	500,000	Canyon Capital CLO, Ltd.(a)(h)	6.01%	07/15/31	499,909
			3M CME		
			TERM		
			SOFR +		
	500,000	Canyon CLO 2020-1, Ltd.(a)(h)	3.10%	07/15/34	500,000
			3M CME		
			TERM		
		Carlyle Global Market Strategies CLO,	SOFR+		
	500,000	Ltd. <sup>(a)(h)</sup>	5.61%	05/15/31	500,053
			3M CME		
			TERM		
		Carlyle Global Market Strategies CLO,	SOFR +		
	500,000	Ltd. <sup>(a)(h)</sup>	5.76%	10/15/30	503,015
	•		3M CME		ŕ
			TERM		
			SOFR +		
	1,000,000	Carlyle US CLO 2020-2, Ltd.(a)(h)	6.96%	01/25/35	1,014,725
	, ,	,	3M CME		, ,
			TERM		
			SOFR+		
	500,000	Carlyle US CLO 2023-3, Ltd.(a)(h)	5.50%	10/15/36	515,512
	,	,	3M CME	-, -,	,-
			TERM		
			SOFR+		
	500,000	Chenango Park CLO, Ltd. (a)(h)	6.06%	04/15/30	501,221
	,	, , , , , , , , , , , , , , , , , , ,	3M CME		,
			TERM		
			SOFR +		
	500,000	Fillmore Park CLO, Ltd.(a)(h)	5.66%	07/15/30	502,932
	•	,	3M CME		,
			TERM		
		Goldentree Loan Management US CLO 3,			
	500,000	Ltd. <sup>(a)(h)</sup>	3.11%	04/20/30	503,726
	,		3M CME	. , .,	,
			TERM		
			SOFR +		
	500,000	Jamestown CLO XVIII, Ltd.(a)(h)	3.75%	07/25/35	506,411
	<b>,</b>	<b>,</b>	· - · -	, -, -	,

#### Schedule of Investments

	ncipal Amount/		Rate	Maturity	Value
co	LLATERALIZED	LOAN OBLIGATIONS (continued)			
			3M CME		
			TERM		
			SOFR +		
\$	500,000	Marble Point CLO XII, Ltd. (a)(h)	3.26%	07/16/31	\$ 501,749
			3M CME		
			TERM		
			SOFR +		
	500,000	Milos CLO, Ltd. (a)(h)	6.41%	10/20/30	505,044
		·	3M CME		
			TERM		
			SOFR +		
	500,000	Myers Park CLO, Ltd.(a)(h)	5.76%	10/20/30	503,207
	,	,	3M CME	-, -,	,
			TERM		
		Neuberger Berman Loan Advisers CLO	SOFR +		
	500,000	42, Ltd. <sup>(a)(h)</sup>	6.21%	07/16/35	503,900
	300,000	12, 200.	3M CME	07/10/33	303,300
			TERM		
		Neuberger Berman Loan Advisers CLO	SOFR +		
	500,000	44, Ltd. <sup>(a)(h)</sup>	6.26%	10/16/34	505,474
	300,000	44, Ltd.***	3M CME	10/10/54	303,474
			TERM		
			SOFR +		
	500,000	Ocean Trails CLO V <sup>(a)(h)</sup>	3.71%	10/13/31	503,690
	300,000	Ocean Italis CLO VVV	3.71% 3M CME	10/13/31	303,090
			TERM		
			SOFR +		
	1,000,000	Sound Point CLO XVIII, Ltd.(a)(h)	2.76%	01/21/31	1,004,571
	1,000,000	Sound Point CLO XVIII, Etd. WAY		01/21/31	1,004,371
			3M CME TERM		
	F00 000	C	SOFR +	07/20/24	470 420
	500,000	Sound Point CLO XXVI, Ltd. <sup>(a)(h)</sup>	7.12%	07/20/34	470,128
			3M CME		
			TERM		
	000 000	C	SOFR +	07/25/24	000 005
	900,000	Sound Point CLO XXX, Ltd. <sup>(a)(h)</sup>	3.61%	07/25/34	908,095
			3M CME		
			TERM		
			SOFR +		
	500,000	Sound Point CLO XXXII, Ltd. (a)(h)	6.96%	10/25/34	458,137
			3M SOFR		
	500,000	Thayer Park CLO, Ltd. <sup>(a)(h)</sup>	+ 6.51%	04/20/34	503,247

#### Schedule of Investments

Pri	incipal Amount/De	escription	Rate	Maturity	Value
CC	DLLATERALIZED L	OAN OBLIGATIONS (continued)			
			3M CME		
			TERM		
		THL Credit Wind River 2017-3 CLO,	SOFR +		
\$	500,000	Ltd. (a)(h)	7.31%	04/15/35	\$ 491,300
			3M CME		
			TERM		
		THL Credit Wind River 2019-1 CLO,	SOFR +		
	1,000,000	Ltd. (a)(h)	3.71%	07/20/34	999,844
			3M CME		
			TERM		
			SOFR +		
	500,000	THL Credit Wind River CLO, Ltd.(a)(h)	6.01%	07/15/30	498,901
	,		3M CME	. , .,	,
			TERM		
			SOFR +		
	500,000	Vibrant CLO III, Ltd.(a)(h)	3.76%	10/20/31	503,957
	300,000	7.0. a 525, 2.a.	3M CME	20,20,02	555,557
			TERM		
			SOFR +		
	500,000	Vibrant CLO IV-R, Ltd. (a)(h)	3.75%	10/20/37	502,500
	300,000	VIDIAIL CLO IV IV, Etd.	3M CME	10/20/37	302,300
			TERM		
			SOFR +		
	500,000	Voya CLO 2014-4, Ltd. <sup>(a)(h)</sup>	3.61%	07/14/31	502,895
	300,000	voya CLO 2014-4, Ltd	3.01% 3M CME	07/14/31	302,633
			TERM		
			SOFR +		
	500,000	Voya CLO 2020-1, Ltd. <sup>(a)(h)</sup>	6.61%	07/16/34	504,467
	300,000	voya CLO 2020-1, Ltd. en	3M CME	07/10/34	504,467
			TERM		
	F00 000	Value CLO 14-4 (a)(b)	SOFR +	07/44/24	F02 22C
	500,000	Voya CLO, Ltd. <sup>(a)(h)</sup>	6.21%	07/14/31	502,226
			3M CME		
			TERM		
	500.000	V CI C I I I (2)(b)	SOFR +	07/45/24	405.250
	500,000	Voya CLO, Ltd. <sup>(a)(h)</sup>	5.51%	07/15/31	485,258
			3M CME		
			TERM		
		116	SOFR +		
	1,000,000	Wellfleet CLO 2021-1, Ltd. (a)(h)	6.87%	04/20/34	998,832
			3M CME		
			TERM		
			SOFR +		
	500,000	Wind River 2021-1 CLO, Ltd. <sup>(a)(h)</sup>	3.95%	07/20/37_	504,792

#### Schedule of Investments

December 31, 2024 (Unaudited)

	cipal Amount/De		Rate	Maturity		Value
COI	LATERALIZED L	OAN OBLIGATIONS (continued)				
Jers	sey (0.94%)					
			3M CME			
			TERM			
			SOFR +			
\$	500,000	Bain Capital Credit CLO 2019-4, Ltd. (a)(h)	3.63%	04/23/35	Ş	500,487
			3M CME			
			TERM			
	E00 000	Pain Capital Cradit CLO 2022 2 Ltd (a)(h)	SOFR + 7.35%	07/17/25		E04 20E
	500,000	Bain Capital Credit CLO 2022-3, Ltd. (a)(h)	7.55% 3M CME	07/17/35		504,285
			TERM			
			SOFR +			
	1,000,000	Voya CLO 2022-3, Ltd. <sup>(a)(h)</sup>	4.50%	10/20/36		1,014,710
	1,000,000	voya 010 2022 3, 1ta.	1.5070	10,20,50_		1,011,710
Uni	ted States (0.23	3%)				
0	500,000	Clover CLO 2021-3 LLC <sup>(a)(h)</sup>	6.85%	01/25/35		500,000
	300,000	0.010. 010 1011 0 110	0.0070	01,10,00		300,000
TO	TAL COLLATERA	LIZED LOAN OBLIGATIONS				
(Co	st \$23,945,656)					24,426,872
-				_		
	res/Description					Value
RIG	HTS (0.00%)					
Uni	ted States (0.00	0%)				
		Globalink Investment, Inc., Strike Price \$	11.50, Expi	res		
	62,828	04/15/2024				892
		Mountain Crest Acquisition Corp. V, Stril	ke Price \$0.	01,		
	63,000	Expires 12/31/2049			_	1,959
TO	TAL RIGHTS					
_	st \$14,923)					2,851
(50	31 714,323,			-		2,031
WΔ	RRANTS (0.049	<b>%</b> )				
	tria (0.01%)	-1				
, , , ,	52,112	Critical Metals Corp., Strike Price \$11.50	. Expires 06	5/06/2028		11,986
	,		,	,,	_	
Cay	man Islands (0.	00%)				
		Finnovate Acquisition Corp., Strike Price	\$11.50, Ex	pires		
	30,063	09/30/2026				1,142
	40,085	Nvni Group, Ltd., Strike Price \$11.50, Exp		•		2,658
	54,941	TNL Mediagene, Strike Price \$11.50, Exp	ires 06/14/	2028	_	2,692
Gor	many (0.00%)					
Jei	many (0.00/6)	Heramba Electric PLC, Strike Price \$11.50	n Fynires			
	23,875	10/10/2028	o, Expires			1,019
	23,073	10, 10, 2020			_	1,013

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#### Schedule of Investments

Shares/Description		Value
WARRANTS (contin	ued)	
Ireland (0.00%)		
	SMX Security Matters PLC, Strike Price \$787.50, Expires	
63,913	03/07/2028	\$ 3,508
Israel (0.00%)		
ISTACT (0.00%)	Holdco Nuvo Group DG, Ltd., Strike Price \$11.50, Expires	
25,890	05/01/2029	10
25,050	Hub Cyber Security, Ltd., Strike Price \$11.50, Expires	10
48,475	02/27/2028	1,820
,		 
Singapore (0.01%)		
34,781	BitFuFu, Inc., Strike Price \$11.50, Expires 06/07/2028	19,130
	Euda Health Holdings, Ltd., Strike Price \$11.50, Expires	
51,583	09/24/2026	5,732
24,725	Helport AI, Ltd., Strike Price \$11.50, Expires 08/05/2029	 5,563
United States (0.02	0/\	
Officed States (0.02	Aeries Technology, Inc., Strike Price \$11.50, Expires	
27,203	10/20/2026	952
27,203	AltEnergy Acquisition Corp., Strike Price \$11.50, Expires	332
14,921	11/02/2028	78
104,172	Beneficient, Strike Price \$11.50, Expires 03/14/2028	802
- ,	Cactus Acquisition Corp. 1, Ltd., Strike Price \$11.50, Expires	
29,843	10/29/2026	424
	CERo Therapeutics Holdings, Inc., Strike Price \$150.00,	
6,744	Expires 02/14/2029	56
	Direct Selling Acquisition Corp., Strike Price \$11.50, Expires	
19,184	09/30/2028	146
	Everest Consolidator Acquisition Corp., Strike Price \$11.50,	
16,078	Expires 07/19/2028	323
	Globalink Investment, Inc., Strike Price \$11.50, Expires	
62,828	12/03/2026	302
	Integrated Rail and Resources Acquisition Corp., Strike Price	
36,627	\$11.50, Expires 11/12/2026	3,662
10.551	MultiSensor Al Holdings, Inc., Strike Price \$11.50, Expires	
13,554	09/01/2027	542
29,444	New Era Helium, Inc., Strike Price \$11.50, Expires 12/06/2029	14,134
0.654	PERSHING SQUARE SPARC HOLDINGS, Strike Price \$0.01,	0
9,654	Expires 12/31/2049 <sup>(f)</sup>	0
46.043	QT Imaging Holdings, Inc., Strike Price \$11.50, Expires 12/31/2028	1 1 5 1
46,043 14,614	Roadzen, Inc., Strike Price \$11.50, Expires 11/30/2028	1,151 2,192
14,014	Roth CH Acquisition Co., Strike Price \$11.50, Expires	2,132
1,188	10/29/2028	2
1,100	Southland Holdings, Inc., Strike Price \$11.50, Expires	2
19,426	09/01/2026	4,662
•		1,002
See Notes to Financ	cial Statements.	

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Shares/Description				Value
WARRANTS (continued)				
Syntec Optics Holdings, Inc., Strike Price	\$11.50, Ex	pires	_	
38,741 11/08/2026			\$	4,262
TLGY Acquisition Corp., Strike Price \$11.5	50, Expires			
5,889 01/14/2028				118
32,389 Volato Group, Inc., Strike Price \$11.50, E				486
24,051 VSee Health, Inc., Strike Price \$11.50, Ex	pires 11/0 <sup>4</sup>	1/2028		1,200
TOTAL WARRANTS				
(Cost \$210,600)		=		90,754
Principal Amount/Description	Rate	Maturity		Value
U.S. CORPORATE BONDS (8.85%)				
Financial (8.85%)				
\$ 1,264,000 Bain Capital Specialty Finance, Inc.	2.55%	10/13/26		1,204,805
3,000,000 Blue Owl Capital Corp.	3.75%	07/22/25		2,975,874
1,500,000 Blue Owl Capital Corp. III	3.13%	04/13/27		1,415,910
1,200,000 Blue Owl Credit Income Corp.	4.70%	02/08/27		1,183,190
653,000 Blue Owl Credit Income Corp.	5.50%	03/21/25		653,154
2,250,000 Blue Owl Credit Income Corp.	7.75%	09/16/27		2,363,373
3,000,000 Blue Owl Technology Finance Corp. (h)	6.75%	06/30/25		3,011,030
1,045,000 FS KKR Capital Corp.	4.13%	02/01/25		1,043,642
2,139,000 Golub Capital BDC, Inc.	2.05%	02/15/27		1,986,539
3,300,000 Oaktree Specialty Lending Corp.	7.10%	02/15/29		3,402,010
, , , , , , , , , , , , , , , , , , , ,		• • -	1	.9,239,527
TOTAL U.S. CORPORATE BONDS				
(Cost \$18,643,143)		_	1	.9,239,527
U.S. GOVERNMENT / AGENCY MORTGAGE BACKED SECURIT	TES (54 069	%)		
United States (54.06%)	123 (34.00)	,,,		
1,016,270 Alternative Loan Trust	6.50%	09/25/36		510,007
1,724,749 Alternative Loan Trust	5.75%	03/25/37		899,428
2,146,460 Alternative Loan Trust	6.00%	07/25/37		1,112,328
1,631,244 Alternative Loan Trust	6.25%	08/25/37		768,846
86,248 Alternative Loan Trust <sup>(a)</sup>	4.62%	12/25/35		84,686
509,148 Alternative Loan Trust	5.50%	11/25/35		283,52
1,437,346 Alternative Loan Trust	5.50%	12/25/35		1,014,90
1,235,276 Banc of America Funding Trust <sup>(a)</sup>	3.14%	05/20/36		1,006,739
624,425 Banc of America Mortgage Trust	6.00%	09/25/37		495,304
669,154 Bear Stearns ALT-A Trust <sup>(a)</sup>	5.04%	01/25/36		609,345
563,896 Bear Stearns ARM Trust <sup>(a)</sup>	4.54%	07/25/36		479,407
bear steams / mm mast	1M CME	57,25,50		173, 10
	TERM			
	SOFR +			
2,512,660 Chase Mortgage Finance Trust Series <sup>(a)</sup>	0.71%	06/25/37		795,360

#### Schedule of Investments

Principal Amount/De		Rate	Maturity	Value
	/ AGENCY MORTGAGE BACKED SECURIT	-	-	
\$ 2,276,758	ChaseFlex Trust Series 2007-1	6.50%	02/25/37	\$ 784,685
2,012,521	CHL Mortgage Pass-Through Trust	5.75%	07/25/37	957,554
		1M CME		
		TERM		
		SOFR +		
1,115,930	CHL Mortgage Pass-Through Trust <sup>(a)</sup>	0.71%	03/25/35	1,000,385
1,115,880	CHL Mortgage Pass-Through Trust <sup>(a)</sup>	4.07%	03/25/37	907,262
4,500,000	COLT 2021-4 Mortgage Loan Trust <sup>(a)(h)</sup>	4.14%	10/25/66	3,269,026
		30D US		
	Connecticut Avenue Securities Trust	SOFR +		
1,000,000	2021-R01 <sup>(a)(h)</sup>	6.00%	10/25/41	1,052,044
		30D US		
	Connecticut Avenue Securities Trust	SOFR +		
2,000,000	2022-R02 <sup>(a)(h)</sup>	7.65%	01/25/27	2,176,269
		30D US		
	Connecticut Avenue Securities Trust	SOFR +		
1,000,000	2022-R03 <sup>(a)(h)</sup>	9.85%	03/25/42	1,141,786
		30D US		
	Connecticut Avenue Securities Trust	SOFR +		
1,500,000	2023-R06 <sup>(a)(h)</sup>	3.90%	07/25/43	1,597,500
		30D US		
	Connecticut Avenue Securities Trust	SOFR +		
3,500,000	2024-R03 <sup>(a)(h)</sup>	2.80%	03/25/44	3,611,562
	CSFB Mortgage-Backed Pass-Through			
599,871	Certificates	5.50%	10/25/35	254,794
1,285,510	CSMC Mortgage-Backed Trust	6.00%	02/25/37	721,443
1,424,297	CSMC Mortgage-Backed Trust	6.75%	08/25/36	713,013
4,577,183	Fannie Mae REMICS(i)	3.00%	01/25/51	839,459
5,130,552	Fannie Mae REMICS	2.50%	05/25/52	3,382,856
6,750,644	Fannie Mae REMICS	2.50%	10/25/51	4,062,244
		5.94% -		
		30D US		
3,197,786	Fannie Mae REMICS(a)(i)	SOFR	07/25/49	321,993
3,740,614	Fannie Mae REMICS	2.50%	10/25/51	2,125,239
1,585,407	Fannie Mae REMICS <sup>(j)</sup>	0.00%	07/25/43	925,098
		5.79% -		
		30D US		
1,154,419	Fannie Mae REMICS <sup>(a)(i)</sup>	SOFR	10/25/41	97,192
		7.33 -		
		(2.54 x		
		30D US		
495,353	Fannie Mae REMICS <sup>(a)</sup>	SOFR)%	11/25/42	292,394
		6.34% -		
		30D US		
1,166,196	Fannie Mae REMICS <sup>(a)(i)</sup>	SOFR	03/25/42	112,743
See Notes to Financ	cial Statements.			

#### Schedule of Investments

Principal Amount/De	escription	Rate	Maturity	Value
U.S. GOVERNMENT	/ AGENCY MORTGAGE BACKED SECURIT	TIES (contin	ued)	
		6.39% -		
		30D US		
\$ 1,021,468	Fannie Mae REMICS <sup>(a)(i)</sup>	SOFR	12/25/41	\$ 103,866
	Federal Home Loan Mortgage Corp.	3.94 - 30D	)	
398,481	REMICS <sup>(a)</sup>	US SOFR	01/15/33	354,003
	First Horizon Alternative Mortgage			
166,548	Securities Trust <sup>(a)</sup>	4.42%	10/25/35	140,672
		5.79% -		
		30D US		
2,099,950	Freddie Mac REMICS <sup>(a)(i)</sup>	SOFR	12/15/41	175,112
10,428,539	Freddie Mac REMICS <sup>(i)</sup>	2.00%	11/25/50	1,224,222
-, -,		5.99% -	, -,	, ,
		30D US		
2,875,680	Freddie Mac REMICS <sup>(a)(i)</sup>	SOFR	08/25/50	325,931
7,340,625	Freddie Mac REMICS(i)	3.00%	08/25/51	988,316
4,383,908	Freddie Mac REMICS <sup>(i)</sup>	3.00%	09/25/51	743,883
5,651,014	Freddie Mac REMICS	2.50%	11/25/51	3,190,172
2,997,417	Freddie Mac REMICS(i)	3.00%	07/25/51	614,349
7,367,581	Freddie Mac REMICS	2.50%	02/25/52	4,443,143
4,661,874	Freddie Mac REMICS <sup>(i)</sup>	3.00%	10/25/50	848,369
4,001,074	Treddie Mae Kelviles	3.00% 30D US	10/23/30	040,303
	Freddie Mac STACR REMIC Trust 2020-	SOFR +		
2,000,000	DNA2 <sup>(a)(h)</sup>	6.00%	08/25/33	2,391,072
2,000,000	DINAZ	30D US	00/23/33	2,391,072
	Freddie Mac STACR REMIC Trust 2020-	SOFR +		
2,000,000	DNA6(a)(h)	5.65%	12/25/50	2,302,643
2,000,000	DNAOWA	3.03% 30D US	12/23/30	2,302,043
	Freddie Mac STACR REMIC Trust 2021-	SOFR +		
1,700,000	DNA1 <sup>(a)(h)</sup>	4.75%	01/25/51	1,860,959
1,700,000	DNAIWA	30D US	01/23/31	1,600,939
	Freddie Mac STACR REMIC Trust 2022-	SOFR +		
1 250 000	DNA1 <sup>(a)(h)</sup>	7.10%	01/25/42	1 220 100
1,250,000	DNATen		01/25/42	1,338,199
	Freddie Mac STACR REMIC Trust 2024-	30D US SOFR +		
1 500 000	DNA1 <sup>(a)(h)</sup>	1.95%	02/25/44	1 521 665
1,500,000	DNAI		02/25/44	1,521,665
	Course and Notice of Mantes	3.70% -		
6 620 705	Government National Mortgage	30D US	00/20/54	452 470
6,639,795	Association <sup>(a)(i)</sup>	SOFR	09/20/51	153,479
0.022.425	Government National Mortgage	4.400/	44/20/74	F.C.C 204
9,822,125	Association <sup>(a)(i)</sup>	1.10%	11/20/71	566,301
0.562.056	Government National Mortgage	2.000/	00/20/54	1 1 10 0 10
8,563,056	Association <sup>(i)</sup>	3.00%	09/20/51	1,140,048
6 644 020	Government National Mortgage	2.0001	00/20/51	4 400 400
6,614,030	Association <sup>(i)</sup>	3.00%	09/20/51	1,108,199

#### Schedule of Investments

Principal Amount/[		Rate	Maturity	Value
U.S. GOVERNMEN	IT / AGENCY MORTGAGE BACKED SECU	RITIES (contin	ued)	
	Government National Mortgage			
\$ 5,877,183	Association <sup>(i)</sup>	3.50%	11/20/51	\$ 1,103,835
		3.20% -		
	Government National Mortgage	30D US		
5,767,906	Association <sup>(a)(i)</sup>	SOFR	12/20/51	72,733
		2.65% -		
	Government National Mortgage	30D US		
13,480,787	Association <sup>(a)(i)</sup>	SOFR	01/20/52	55,189
	Government National Mortgage			•
10,481,517	Association <sup>(i)</sup>	3.00%	08/20/51	1,795,361
, ,	Government National Mortgage			, ,
7,065,247	Association	3.50%	05/20/51	5,660,484
, ,	Government National Mortgage			
7,522,861	Association	3.00%	12/20/51	5,680,651
,- ,	Government National Mortgage		, -,-	-,,
7,960,801	Association <sup>(i)</sup>	3.00%	01/20/52	1,058,955
,,500,001	Government National Mortgage	3.3375	02,20,02	2,000,000
6,740,101	Association <sup>(i)</sup>	3.00%	05/20/51	1,135,179
0,7 10,202	Government National Mortgage	3.3375	00,20,02	_,,_
6,576,456	Association	3.50%	04/20/54	5,071,380
0,570,450	Government National Mortgage	3.5070	04/20/54	3,071,300
6,321,120	Association <sup>(i)</sup>	3.50%	02/20/52	1,011,408
0,321,120	Government National Mortgage	3.50%	02/20/32	1,011,400
15,119,194	Association <sup>(i)</sup>	2.50%	11/20/51	2,224,221
13,113,134	Association	2.60% -	11/20/31	2,224,221
	Government National Mortgage	30D US		
11,686,158	Government National Mortgage Association <sup>(a)(i)</sup>	SOFR	06/20/51	78,135
11,000,130	Government National Mortgage	301 K	00/20/31	78,133
4,304,140	Association <sup>(a)(i)</sup>	0.74%	09/20/66	166,794
4,304,140	ASSOCIATION	6.19% -	03/20/00	100,754
		1M CME		
	Cavarament National Marksons			
2 020 002	Government National Mortgage	TERM	01/20/51	205 754
3,039,662	Association <sup>(a)(i)</sup>	SOFR	01/20/51	395,754
F 700 440	Government National Mortgage	2.500/	12/20/50	1 000 527
5,789,448	Association <sup>(i)</sup>	3.50%	12/20/50	1,096,527
2 4 40 060	Government National Mortgage	0.700/	00/46/50	446 452
3,140,960	Association <sup>(a)(i)</sup>	0.79%	09/16/58	116,452
2 406 054	Government National Mortgage	2.500/	02/20/47	2 407 625
3,496,951	Association	3.50%	02/20/47	3,107,625
	Government National Mortgage		/ /	
6,939,836	Association <sup>(a)(i)</sup>	0.06%	11/20/69	422,014
	Government National Mortgage			
5,570,857	Association <sup>(a)(i)</sup>	0.36%	11/20/70	384,029
	Government National Mortgage			
6,698,455	Association <sup>(a)(i)</sup>	0.33%	09/20/70	414,434
See Notes to Fina	ncial Statements.			

#### Schedule of Investments

December 31, 2024 (Unaudited)

Pr	incipal Amount/D	escription	Rate	Maturity	Value
		T / AGENCY MORTGAGE BACKED SECUR	ITIES (contin	ued)	
		Government National Mortgage			
\$	5,562,403	Association <sup>(a)(i)</sup>	0.98%	12/16/62	\$ 401,730
		Government National Mortgage			
	6,582,980	Association <sup>(a)(i)</sup>	0.79%	06/20/70	426,035
			6.19% -		
			1M CME		
		Government National Mortgage	TERM		
	3,084,945	Association <sup>(a)(i)</sup>	SOFR	09/20/50	373,382
		Government National Mortgage			
	7,061,919	Association <sup>(i)</sup>	3.00%	10/20/50	1,175,002
			3.64 - 1M		
			CME		
		Government National Mortgage	TERM		
	4,894,461	Association <sup>(a)(i)</sup>	SOFR	10/20/50	90,839
	, ,		6.19% -		•
			1M CME		
		Government National Mortgage	TERM		
	2,890,526	Association <sup>(a)(i)</sup>	SOFR	10/20/50	369,279
	,,-		3.64 - 1M	-, -,	
			CME		
		Government National Mortgage	TERM		
	5,548,158	Association <sup>(a)(i)</sup>	SOFR	11/20/50	88,592
	3,3 .3,233	Government National Mortgage	00	,,	00,002
	7,591,807	Association <sup>(i)</sup>	2.50%	12/20/50	1,093,435
	,,551,007	Government National Mortgage	2.30%	12/20/30	1,000,100
	7,693,729	Association <sup>(i)</sup>	3.00%	05/20/48	1,042,773
	7,033,723	Imperial Fund Mortgage Trust 2021-	3.0070	03/20/40	1,042,773
	1,700,000	NQM3 <sup>(a)(h)</sup>	4.14%	11/25/56	1,200,765
	1,700,000	NONS	1M CME	11/25/50	1,200,703
			TERM		
			SOFR +		
	1,233,378	Luminent Mortgage Trust <sup>(a)</sup>	0.51%	05/25/36	998,786
	1,233,370	Editilient Wortgage Trast	1M CME	03/23/30	330,700
			TERM		
			SOFR +		
	628,050	Luminent Mortgage Trust <sup>(a)</sup>	0.53%	05/25/36	558,565
	020,030	zamment Wortgage Trast	1M CME	03/23/30	330,303
			TERM		
		Nomura Asset Acceptance Corp.	SOFR +		
	7,092,489	Alternative Loan Trust <sup>(a)</sup>	0.65%	02/25/36	825,462
	.,032, 103	Nomura Asset Acceptance Corp.	0.03/0	32,23,30	525,402
	1,614,811	Alternative Loan Trust <sup>(k)</sup>	5.69%	08/25/35	715,753
	1,198,116	PR Mortgage Loan Trust <sup>(a)(h)</sup>	5.85%	09/25/47	1,131,773
	1,223,704	RALI Series Trust <sup>(a)</sup>	6.40%	09/25/37	1,041,363
	1,765,267	Residential Asset Securitization Trust	6.00%	05/25/37	907,056
	1,, 03,207	nesidential Asset Seediffization Trust	0.0070	03,23,37	307,030

#### Schedule of Investments

	incipal Amount/D	Rate	Maturity	Value	
U.	S. GOVERNMEN	T / AGENCY MORTGAGE BACKED SECURIT	TES (contin	ued)	 
\$	1,985,242	Residential Asset Securitization Trust	5.75%	02/25/36	\$ 726,916
		Residential Asset Securitization Trust			
	3,927,945	2005-A12	5.50%	11/25/35	2,137,097
	1,170,719	RFMSI Trust	6.00%	09/25/36	907,356
	590,394	RFMSI Trust <sup>(a)</sup>	6.12%	06/25/35	464,034
		Spruce Hill Mortgage Loan Trust 2020-			
	1,936,000	SH1 <sup>(a)(h)</sup>	4.68%	01/28/50	1,678,076
		Structured Adjustable Rate Mortgage			
	296,274	Loan Trust <sup>(a)</sup>	5.24%	12/25/35	272,749
		Structured Adjustable Rate Mortgage			
	1,298,819	Loan Trust <sup>(a)</sup>	4.98%	09/25/37	1,109,612
	1,000,000	Verus Securitization Trust 2021-7(a)(h)	4.19%	10/25/66	720,808
		WaMu Mortgage Pass-Through			
	733,012	Certificates Trust <sup>(a)</sup>	4.95%	08/25/36	623,780
		WaMu Mortgage Pass-Through			
	818,861	Certificates Trust <sup>(a)</sup>	4.24%	03/25/37	715,332
		WaMu Mortgage Pass-Through			
	835,949	Certificates Trust <sup>(a)</sup>	4.55%	08/25/46	747,265
SE	CURITIES	RNMENT / AGENCY MORTGAGE BACKED			117 525 705
(C	ost \$141,593,578	5)		_	117,535,795
U.	S. GOVERNMEN	T BONDS AND NOTES (2.16%)			
Ur	nited States (2.1	6%)			
	7,250,000	U.S. Treasury Bond	1.75%	08/15/41_	4,697,590
тс	TAL U.S. GOVER	RNMENT BONDS AND NOTES			
(C	ost \$4,921,090)			_	4,697,590
	DEIGN CORDOR	ATE DONDS (0.249/)			
		ATE BONDS (0.24%)			
ва	sic Materials (0.	· · · ·	0.750/	10/01/20	70.642
	400,000	Unigel Luxembourg SA <sup>(I)(m)</sup>	8.75%	10/01/26_	78,612
Co	mmunications (	0.05%)			
	uiiications (	0.0370	13.50		
	88,889	Oi SA <sup>(h)(n)</sup>	(6.00)%	06/30/27	80,077
	00,009	OI SA( A )	8.50	00/30/27	80,077
	102 227	Oi SA <sup>(h)(n)</sup>		12/21/20	10 266
	193,327	OI SA <sup>conco</sup>	(8.50)%	12/31/28_	18,366
				_	98,443
Fn	ergy (0.10%)				
_11	400,000	Canacol Energy, Ltd. <sup>(m)</sup>	5.75%	11/24/28	223,136
	+00,000	Canacor Energy, Etu.	J.1J/0	11/24/20_	223,130
	See Notes to Finan	ncial Statements			
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Prin	cipal Amount/D	escription	Rate	Maturity	Value
	ncial (0.05%)	•		•	
\$	282,819	Alpha Holding SA de CV <sup>(h)(l)</sup>	9.00%	02/10/25	\$ 3,535
	250,000	Mexarrend SAPI de CV <sup>(h)(l)</sup>	10.25%	07/24/24	4,625
		Operadora de Servicios Mega SA de CV			
	200,000	Sofom ER <sup>(h)(l)</sup>	8.25%	02/11/25	95,500
				=	103,660
тот	AL FOREIGN CO	ORPORATE BONDS			
(Cos	st \$1,531,366)			-	503,851
		LATERALIZED MORTGAGE OBLIGATIONS	(34.65%)		
beri	muda (0.22%)		1 N A C N A E		
			1M CME TERM		
		Shelter Growth CRE 2022-FL4 Issuer,	SOFR +		
	480,000	Itd.(a)(h)	4.01%	01/19/27	481,093
	480,000	Ltd. · · ·	4.0170	01/13/2/_	401,093
Cay	man Islands (8.	.99%)			
			1M CME		
			TERM		
			SOFR +		
	500,000	ACREC 2021-FL1, Ltd. (a)(h)	2.76%	09/16/26	493,474
			30D US		
		Arbor Realty Commercial Real Estate	SOFR +		
	500,000	Notes 2022-FL1, Ltd. <sup>(a)(h)</sup>	2.30%	01/15/27	498,210
			30D US		
		(1)(1)	SOFR +		
	520,000	AREIT 2022-CRE6 Trust <sup>(a)(h)</sup>	3.40%	01/17/25	517,144
			1M CME		
			TERM		
	200 000	ADEIT 2024 CDE0 11 1 (3)(b)	SOFR +	02/47/20	200 572
	300,000	AREIT 2024-CRE9, Ltd.(a)(h)	4.29%	02/17/29	299,573
	1 001 274	Blackbird Capital Aircraft Lease	F C00/	12/16/41	1 002 100
-	1,081,374	Securitization, Ltd. <sup>(h)(k)</sup>	5.68%	12/16/41	1,083,188
			1M CME TERM		
			SOFR +		
	550,000	PSDPT 2021 EL7 Issuer 1+d (a)(h)	3.51%	12/15/38	526,172
	550,000	BSPRT 2021-FL7 Issuer, Ltd. <sup>(a)(h)</sup>	3.51% 3M CME	12/15/56	320,172
			TERM		
			SOFR +		
	500,000	CIFC Funding 2019-III, Ltd.(a)(h)	7.06%	10/16/34	506,160
	500,000	CIFC Funding 2013-III, Ltd. (a)(h)	7.06%	01/15/38	500,000
	500,000	on or anamy Lozz v, Ltu.	7.0070	31,13130	300,000

#### Schedule of Investments

	cipal Amount/De		Rate	Maturity	Value
NO	N-AGENCY COLL	ATERALIZED MORTGAGE OBLIGATIONS (	continued)		
			3M CME		
			TERM		
			SOFR +		
\$	500,000	CIFC Funding, Ltd. <sup>(a)(h)</sup>	6.79%	07/15/34	\$ 504,653
			3M CME		
			TERM		
			SOFR +		
	500,000	Dryden 37 Senior Loan Fund(a)(h)	5.41%	01/15/31	481,049
			3M CME		
			TERM		
			SOFR +		
	500,000	Dryden 38 Senior Loan Fund(a)(h)	5.86%	07/15/30	492,591
			3M CME		
			TERM		
			SOFR +		
	500,000	Dryden 40 Senior Loan Fund(a)(h)	6.01%	08/15/31	466,781
			3M CME		
			TERM		
			SOFR +		
	750,000	Dryden 45 Senior Loan Fund(a)(h)	6.11%	10/15/30	739,984
			1M CME		
			TERM		
			SOFR +		
	400,000	Greystone CRE Notes 2021-FL3, Ltd.(a)(h)	2.31%	07/15/39	394,184
			1M CME		
			TERM		
			SOFR +		
	400,000	HGI CRE CLO 2021-FL1, Ltd.(a)(h)	2.46%	06/16/36	382,818
			3M CME		
			TERM		
		Highbridge Loan Management 4-2014,	SOFR +		
	500,000	Ltd. <sup>(a)(h)</sup>	5.81%	01/28/30	503,343
			1M CME		
			TERM		
			SOFR +		
	500,000	KREF 2022-FL3, Ltd.(a)(h)	2.80%	02/17/39	490,651
			3M CME		
			TERM		
		LCM Loan Income Fund I Income Note	SOFR +		
	500,000	Issuer, Ltd. <sup>(a)(h)</sup>	5.86%	07/16/31	447,828
			3M CME		
			TERM		
			SOFR +		
	500,000	LCM XIV LP <sup>(a)(h)</sup>	5.76%	07/20/31	393,571

#### Schedule of Investments

	ncipal Amount/De		Rate	Maturity	Value
NO	N-AGENCY COL	LATERALIZED MORTGAGE OBLIGATIONS (c	ontinued)		
			3M CME		
			TERM		
			SOFR +		
\$	500,000	LCM XVII LP <sup>(a)(h)</sup>	6.26%	10/15/31	\$ 402,021
			1M CME		
			TERM		
			SOFR +		
	375,000	LoanCore 2021-CRE5 Issuer, Ltd. (a)(h)	2.46%	07/15/36	378,107
			3M CME		
			TERM		
			SOFR +		
	650,000	Madison Park Funding XXXVIII, Ltd.(a)(h)	6.26%	07/17/34	657,992
			3M CME		
			TERM		
			SOFR +		
	500,000	Magnetite XXIX, Ltd. <sup>(a)(h)</sup>	6.00%	07/15/37	502,911
			3M CME		
			TERM		
			SOFR +		
	1,000,000	Octagon 57, Ltd. (a)(h)	6.86%	10/15/34	1,009,644
			3M CME		
			TERM		
			SOFR +		
	500,000	Octagon Investment Partners 26, Ltd.(a)(h)	8.35%	07/15/30	365,061
			3M CME		
			TERM		
			SOFR +		
	500,000	Octagon Investment Partners 40, Ltd. (a)(h)	7.26%	01/20/35	471,220
			3M CME		
			TERM		
			SOFR +		
	500,000	Octagon Investment Partners 42, Ltd. (a)(h)	7.53%	07/15/37	502,244
			3M CME		
			TERM		
		Octagon Investment Partners XVI,	SOFR +		
	500,000	Ltd. <sup>(a)(h)</sup>	6.01%	07/17/30	493,121
			3M CME		
			TERM		
		Octagon Investment Partners XXI,	SOFR +		
	500,000	Ltd. <sup>(a)(h)</sup>	7.26%	02/14/31	501,990
			1M CME		
			TERM		
			SOFR +		
	450,000	PFP 2021-8, Ltd. <sup>(a)(h)</sup>	1.91%	08/09/37	441,740

#### Schedule of Investments

December 31, 2024 (Unaudited)

	cipal Amount/De		Rate	Maturity	Value
ION	N-AGENCY COLL	ATERALIZED MORTGAGE OBLIGATIONS (	ontinued)		
			1M CME		
			TERM		
			SOFR +		
\$	243,906	PFP 2024-11, Ltd. <sup>(a)(h)</sup>	2.99%	08/17/29	\$ 244,353
			3M CME		
			TERM		
			SOFR +		
	500,000	RR 1 LLC <sup>(a)(h)</sup>	6.61%	07/15/35	501,539
			3M CME		
			TERM		
			SOFR +		
	500,000	RR 6, Ltd. <sup>(a)(h)</sup>	6.11%	04/15/36	502,949
			1M CME		
			TERM		
			SOFR +		
	600,000	STWD 2019-FL1, Ltd. <sup>(a)(h)</sup>	2.46%	02/15/25	595,568
			1M CME		
			TERM		
			SOFR +		
	250,000	STWD 2021-FL2, Ltd. <sup>(a)(h)</sup>	2.21%	01/18/26	242,624
			30D US		
		100	SOFR +		
	550,000	STWD 2022-FL3, Ltd. <sup>(a)(h)</sup>	1.95%	11/15/38	537,780
			3M CME		
			TERM		
	500.000	T: CAN(III II I (a)(b)	SOFR +	44/26/22	504.020
	500,000	Trimaran CAVU, Ltd. <sup>(a)(h)</sup>	4.98%	11/26/32	504,039
			1M CME		
			TERM		
	F30 000	TDTV 2021 FL4 (a)(b)	SOFR +	02/15/20	E12.004
	520,000	TRTX 2021-FL4 Issuer, Ltd. <sup>(a)(h)</sup>	2.51%	03/15/38	512,094
			1M CME TERM		
			SOFR +		
	450,000	TRTX 2022-FL5 Issuer, Ltd. <sup>(a)(h)</sup>		02/15/39	446,175
	450,000	TRTA 2022-FLS ISSUET, LtdA-7	2.15%	02/15/59_	440,175
Uni	ted States (25.4	4%)			
	491,070	AASET 2024-1 <sup>(h)</sup>	6.90%	05/16/31	499,347
	491,382	AASET 2024-2, Ltd. <sup>(h)</sup>	6.61%	09/16/31	487,314
	700,000	AMSR 2021-SFR3 Trust <sup>(h)</sup>	4.90%	10/17/26	660,567
:	1,550,000	AMSR 2021-SFR3 Trust <sup>(h)</sup>	5.88%	10/17/26	1,461,523
		<b>BAMLL Commercial Mortgage Securities</b>			
	523,000	Trust 2013-WBRK <sup>(a)(h)</sup>	3.53%	03/10/25	514,109

#### Schedule of Investments

	incipal Amount		Rate	Maturity	Value
N	ON-AGENCY CO	DLLATERALIZED MORTGAGE OBLIGATIONS (	ontinued)		
		Bank of America Merrill Lynch			
		Commercial Mortgage Trust 2016-			
\$	439,000	UBS10 <sup>(a)</sup>	4.99%	05/15/26	\$ 422,621
	527,000	BANK5 2024-5YR10 <sup>(h)</sup>	4.00%	10/15/29	443,163
	500,000	BBCMS Mortgage Trust 2018-C2(a)	4.97%	12/15/28	444,568
	2,463,000	BBCMS Mortgage Trust 2024-5C27(a)(h)(i)	2.74%	06/15/29	263,465
	250,000	BBCMS Mortgage Trust 2024-5C29 <sup>(h)</sup>	4.00%	09/15/29	201,577
	200,000	BBCMS Mortgage Trust 2024-5C29 <sup>(h)</sup>	4.00%	09/15/29	174,982
			1M CME		
			TERM		
			SOFR +		
	682,000	BBCMS Trust <sup>(a)(h)</sup>	3.85%	07/15/37	574,412
	374,373	BB-UBS Trust <sup>(a)(h)</sup>	3.68%	06/05/30	327,690
	498,000	Benchmark 2018-B4 Mortgage Trust <sup>(a)(h)</sup>	2.91%	07/15/28	398,388
	400,000	Benchmark 2018-B6 Mortgage Trust <sup>(a)</sup>	4.59%	09/10/28	367,240
	459,000	Benchmark 2019-B9 Mortgage Trust <sup>(a)</sup>	4.97%	01/15/29	388,996
	546,000	Benchmark 2021-B31 Mortgage Trust <sup>(h)</sup>	2.25%	11/15/31	295,644
	550,000	Benchmark 2024-V10 Mortgage Trust <sup>(h)</sup>	4.50%	09/15/29	478,280
	250,000	Benchmark 2024-V8 Mortgage Trust <sup>(h)</sup>	4.00%	07/15/29	213,804
		0 0	1M CME		
			TERM		
			SOFR +		
	315,000	BF Mortgage Trust <sup>(a)(h)</sup>	3.05%	12/15/35	258,989
	500,000	Blue Stream Issuer LLC(h)	8.90%	05/20/28	471,792
	520,000	BMO 2024-5C6 Mortgage Trust <sup>(h)</sup>	4.50%	09/15/29	450,972
	2,828,000	BMO 2024-C9 Mortgage Trust <sup>(a)(h)(i)</sup>	1.88%	07/15/34	384,260
	708,627	Business Jet Securities 2024-2 LLC(h)	7.97%	09/15/30	709,988
			1M CME		
			TERM		
			SOFR +		
	321,000	BX Commercial Mortgage Trust <sup>(a)(h)</sup>	1.95%	04/15/34	317,093
	325,000	BX Trust <sup>(a)(h)</sup>	4.08%	12/09/29	289,966
	,		1M CME		,
			TERM		
			SOFR +		
	350,000	BX Trust 2021-VIEW(a)(h)	3.01%	06/15/36	346,160
			1M CME		
			TERM		
			SOFR +		
	800,000	BX Trust 2024-VLT4 <sup>(a)(h)</sup>	1.49%	07/15/29	805,494
	,		1M CME		,
			TERM		
		Carbon Capital VI Commercial Mortgage	SOFR +		
	430,383	Trust <sup>(a)(h)</sup>	2.96%	10/15/35	219,293
	,			,	-,

#### Schedule of Investments

Principal Amount/D		Rate	Maturity	Value
NON-AGENCY COL	LATERALIZED MORTGAGE OBLIGATIONS (	(continued)		
	Carvana Auto Receivables Trust 2021-			
\$ 5,000	P2 <sup>(h)</sup>	0.00%	05/10/28	\$ 943,563
1,250,000	Castlelake Aircraft Structured Trust(a)(h)	0.00%	04/15/39	59,375
	Castlelake Aircraft Structured Trust			
765,096	2021-1 <sup>(h)</sup>	7.00%	10/15/26	709,386
	Citigroup Commercial Mortgage			
475,000	Trust <sup>(a)(h)</sup>	3.50%	12/10/29	361,313
1,500,000	Cologix Data Centers US Issuer LLC(h)	5.99%	12/28/26	1,413,162
		1M CME		
		TERM		
		SOFR +		
878,000	COMM Mortgage Trust <sup>(a)(h)</sup>	2.47%	09/15/33	224,392
	CSAIL 2019-C16 Commercial Mortgage			
450,000	Trust <sup>(a)</sup>	4.24%	06/15/29	405,900
416,000	DBJPM 16-C1 Mortgage Trust <sup>(a)</sup>	3.32%	03/10/26	368,192
14,621,730	Fannie Mae-Aces <sup>(a)(i)</sup>	0.33%	04/25/29	172,057
143,211,813	Fannie Mae-Aces <sup>(a)(i)</sup>	0.16%	07/25/31	512,884
5,409,925	Fannie Mae-Aces <sup>(a)(i)</sup>	0.52%	12/25/30	67,137
4,000,400	Fannie Mae-Aces <sup>(a)(i)</sup>	1.23%	09/25/30	161,883
15,723,206	Fannie Mae-Aces <sup>(a)(i)</sup>	0.89%	07/25/32	617,065
4,386,487	Fannie Mae-Aces <sup>(a)(i)</sup>	1.15%	03/25/31	215,948
31,988,588	Fannie Mae-Aces <sup>(a)(i)</sup>	0.21%	10/25/29	171,497
15,785,723	Fannie Mae-Aces <sup>(a)(i)</sup>	0.61%	02/25/29	195,650
700,000	FirstKey Homes 2020-SFR1 Trust(h)	4.28%	09/17/25	691,611
1,750,000	FMC GMSR Issuer Trust <sup>(a)(h)</sup>	4.44%	10/25/26	1,600,648
1,700,000	FMC GMSR Issuer Trust <sup>(a)(h)</sup>	4.36%	07/25/26	1,556,864
15,721,766	FNA 2021-M23 X1	0.59%	11/01/31	239,565
46,440,000	FNA 2022-M4 X2	0.18%	05/25/30	384,082
		30D US		•
		SOFR +		
266,080	FREMF 2016-KF25 Mortgage Trust <sup>(a)(h)</sup>	5.11%	05/25/24	265,589
,		30D US		•
		SOFR +		
280,420	FREMF 2018-KF56 Mortgage Trust <sup>(a)(h)</sup>	5.91%	11/25/28	247,908
,	5 5	30D US		•
		SOFR +		
746,725	FREMF 2019-KF71 Mortgage Trust <sup>(a)(h)</sup>	6.11%	10/25/29	720,735
1,200,000	FRTKL 2021-SFR1 <sup>(h)</sup>	4.11%	09/17/26	1,126,954
, ,		1M CME		
		TERM		
		SOFR +		
550,000	FS Rialto 2024-FL9 Issuer LLC(a)(h)	3.94%	04/19/30	550,627
5,595,982	Ginnie Mae Strip <sup>(i)</sup>	1.40%	09/16/45	340,454
, ,	•	5.26%-	, -	-,
6,275,337	GNR 2020-47 SL		07/20/44	411,183
See Notes to Finar	ncial Statements.			

#### Schedule of Investments

Principal Amount/E	Description	Rate	Maturity		Value
	LATERALIZED MORTGAGE OBLIGATIONS (	continued)			
	Government National Mortgage				
\$ 13,203,405	Association <sup>(a)(i)</sup>	0.83%	02/16/63	\$	820,900
	Government National Mortgage			•	•
5,240,516	Association <sup>(a)(i)</sup>	0.99%	05/16/63		370,310
	GreenSky Home Improvement Issuer				
500,000	Trust 2024-2 <sup>(h)</sup>	8.75%	10/27/59		510,510
		1M CME			
		TERM			
	GS Mortgage Securities Corp. Trust	SOFR +			
300,000	2018-RIVR <sup>(a)(h)</sup>	1.85%	07/15/35		3,150
		1M CME			
		TERM			
	GS Mortgage Securities Corp. Trust	SOFR +			
500,000	2021-ARDN <sup>(a)(h)</sup>	6.05%	11/15/26		496,235
1,078,000	GS Mortgage Securities Trust <sup>(a)(h)</sup>	4.44%	11/10/47		673,648
		1M CME			
		TERM			
		SOFR +			
655,000	GS Mortgage Securities Trust <sup>(a)(h)</sup>	4.22%	07/15/31		9,766
	GS Mortgage Securities Trust 2015-				
373,000	GC28 <sup>(a)(h)</sup>	4.45%	02/10/48		353,626
	GS Mortgage Securities Trust 2021-				
3,680,000	GSA3 <sup>(a)(h)(i)</sup>	1.53%	12/15/31		257,666
		1M CME			
		TERM			
		SOFR +			
650,000	HIG RCP 2023-FL1 LLC(a)(h)	3.61%	04/19/28		652,588
500,000	Hilton USA Trust 2016-SFP(h)	2.83%	11/05/35		390,750
		1M CME			
	J.P. Morgan Chase Commercial	TERM			
	Mortgage Securities Trust 2019-	SOFR +			
398,444	MFP <sup>(a)(h)</sup>	1.71%	07/15/36		395,703
	JP Morgan BB Commercial Mortgage				
760,000	Securities Trust <sup>(a)(h)</sup>	3.36%	09/15/47		586,454
	JP Morgan Chase Commercial Mortgage				
148,000	Securities Trust <sup>(a)(h)</sup>	4.45%	05/05/32		129,860
	JP Morgan Chase Commercial Mortgage				
130,000	Securities Trust <sup>(a)(h)</sup>	4.45%	05/05/32		121,179
	JP Morgan Chase Commercial Mortgage				
136,000	Securities Trust <sup>(a)(h)</sup>	4.45%	05/05/32		123,431
	JP Morgan Chase Commercial Mortgage				
109,000	Securities Trust <sup>(h)</sup>	4.34%	05/05/32		104,210
	JP Morgan Chase Commercial Mortgage				
111,000	Securities Trust <sup>(a)(h)</sup>	4.45%	05/05/32		105,404

#### Schedule of Investments

Pr	incipal Amount/[	Description	Rate	Maturity	Value
N	ON-AGENCY CO	LLATERALIZED MORTGAGE OBLIGATIONS (c	ontinued)		
		JPMBB Commercial Mortgage Securities			
\$	869,152	Trust <sup>(a)(i)</sup>	0.95%	11/15/47	\$ 9
		JPMBB Commercial Mortgage Securities			
	7,256,755	Trust <sup>(a)(h)(i)</sup>	0.65%	08/15/46	26,672
		JPMCC Commercial Mortgage Securities			
	351,000	Trust 2019-COR5	3.87%	05/13/29	303,144
	26,095	MAPS 2021-1 Trust <sup>(h)</sup>	5.44%	06/15/28	25,823
	425,000	Mariner Finance issuance Trust 2024-B(h)	4.91%	10/20/30	421,367
	750,000	MetroNet Infrastructure Issuer LLC(h)	8.01%	02/20/28	765,867
			1M CME		
			TERM		
			SOFR +		
	500,000	MF1 2023-FL12 LLC <sup>(a)(h)</sup>	3.78%	10/19/28	500,930
			1M CME		
			TERM		
			SOFR+		
	500,000	MF1 2023-FL12 LLC <sup>(a)(h)</sup>	5.27%	10/19/28	506,453
			1M CME		
			TERM		
			SOFR+		
	600,000	MF1 2024-FL14 LLC <sup>(a)(h)</sup>	4.84%	03/19/39	609,392
			1M CME		
			TERM		
			SOFR+		
	400,000	MF1 2024-FL14 LLC <sup>(a)(h)</sup>	6.29%	03/19/39	403,747
			1M CME		
			TERM		
			SOFR+		
	400,000	MF1 2024-FL15 <sup>(a)(h)</sup>	4.04%	08/18/41	401,246
	365,000	MFT Trust 2020-ABC(a)(h)	3.48%	02/10/30	145,408
	454,000	Morgan Stanley Capital I Trust 2018-L1(a)	4.94%	10/15/28	421,816
			1M CME		
			TERM		
			SOFR +		
	579,493	New Century Home Equity Loan Trust(a)	0.47%	05/25/36	576,449
	800,000	Pagaya AI Debt Selection Trust 2021-5(h)	0.00%	08/15/29	30,010
	154,037	PAGAYA AI Debt Trust 2022-2(a)(h)	5.80%	01/15/30	154,385
	749,994	Pagaya AI Debt Trust 2023-5(h)	9.10%	04/15/31	767,557
	1,800,000	Progress Residential 2021-SFR8 Trust(h)	4.00%	10/17/26	1,677,888
	1,800,000	Progress Residential Trust <sup>(h)</sup>	4.00%	07/17/26	1,729,284
			1M CME		
			TERM		
		Ready Capital Mortgage Financing 2021-	SOFR +		
	400,000	FL6 LLC <sup>(a)(h)</sup>	2.51%	07/25/26	393,242

#### Schedule of Investments

	ncipal Amount		Rate	Maturity	Value
NO	N-AGENCY CO	OLLATERALIZED MORTGAGE OBLIGATIONS (c	ontinued)		
			1M CME		
			TERM		
		Ready Capital Mortgage Financing 2022-	SOFR +		
\$	400,000	FL10 LLC <sup>(a)(h)</sup>	4.27%	07/25/27	\$ 402,885
			1M CME		
			TERM		
		Ready Capital Mortgage Financing 2023-	SOFR +		
	350,000	FL12 LLC <sup>(a)(h)</sup>	4.55%	04/25/27	349,183
	50,000	Sofi Professional Loan Program Trust(h)	0.00%	01/25/48	394,480
			1M CME		
			TERM		
			SOFR +		
	165,000	STWD 2021-HTS Mortgage Trust(a)(h)	1.51%	04/15/34	163,112
	750,000	Switch ABS Issuer LLC <sup>(h)</sup>	10.03%	06/25/29	773,262
	446,000	UBS Commercial Mortgage Trust <sup>(a)</sup>	4.84%	02/15/28	394,904
		UBS Commercial Mortgage Trust 2018-			
	500,000	C11 <sup>(a)</sup>	4.71%	06/15/28	458,700
		UBS Commercial Mortgage Trust 2018-			
	453,000	C13 <sup>(a)</sup>	4.98%	10/15/28	405,863
		UBS-Barclays Commercial Mortgage			
	333,000	Trust <sup>(a)(h)</sup>	3.72%	03/10/46	249,206
		UBS-Barclays Commercial Mortgage			
	300,000	Trust 2013-C5 <sup>(a)(h)</sup>	3.72%	03/10/46	260,667
		Upstart Pass-Through Trust Series 2021-			
	735,000	ST8 <sup>(h)</sup>	0.00%	10/20/29	241,501
	1,000	Upstart Securitization Trust 2021-2	0.00%	06/20/31	86,794
	500,000	Upstart Securitization Trust 2021-4(h)	3.19%	03/20/26	483,667
			1M CME		
			TERM		
			SOFR +		
	440,481	VMC Finance LLC <sup>(a)(h)</sup>	2.76%	09/15/36	433,725
	1,254,169	VOLT XCVI LLC(h)(k)	4.83%	03/27/51	1,245,510
			1M CME		
		Washington Mutural Asset-Backed	TERM		
		Certificates WMABS Series 2007-	SOFR +		
1	0,026,254	HE2 Trust <sup>(a)</sup>	0.44%	02/25/37	3,129,453
		Wells Fargo Commercial Mortgage			
	332,000	Trust <sup>(h)</sup>	3.12%	03/15/59	281,888
	500,000	Wells Fargo Commercial Mortgage Trust	4.73%	06/15/28	461,956
		Wells Fargo Commercial Mortgage Trust			
	320,000	2019-JWDR <sup>(a)(h)</sup>	3.86%	09/15/26	308,951
		Wells Fargo Commercial Mortgage Trust			
	1,832,000	2024-C63 <sup>(a)(h)(i)</sup>	2.30%	08/15/57	299,924

Schedule of Investments

December 31, 2024 (Unaudited)

Principal Amount/Desc	cription	Rate	Maturity	Value
NON-AGENCY COLLA	TERALIZED MORTGAGE OBLIGATIONS (c	ontinued	)	
\$ 944,064 \	Willis Engine Structured Trust VI <sup>(h)</sup>	7.39%	05/15/29	\$ 937,051
TOTAL NON-AGENCY	COLLATERALIZED MORTGAGE			
OBLIGATIONS				
(Cost \$82,866,906)			_	75,351,721
0. 15				
Shares/Description				Value
SHORT-TERM INVEST	,			
Money Market Fund	(9.61%)			
S	State Street Institutional Treasury Money	Market F	und	
20,903,574	Premier Class (7 Day Yield 4.410%)		-	20,903,574
TOTAL SHORT-TERM	INVESTMENTS			
(Cost \$20,903,574)				20,903,574
(2007-20,000,000)			-	
TOTAL INVESTMENTS	S (157.15%)			
(Cost \$384,686,997)	(		:	\$ 341,665,180
, , , , ,				. ,
Series A Cumulative F	Perpetual Preferred Stock (-27.60%)			(60,000,000)
	Perpetual Preferred Stock (-27.60%)			(60,000,000)
Series C Term Preferr	•			(4,192,060)
	ss Of Liabilities (-0.02%)			(42,573)
o the rissels in Execs	3 3. 1.02			(12,373)
NET ASSETS ATTRIBU	TABLE TO COMMON SHAREHOLDERS (10	00.00%)	:	\$ 217,430,547
	<u> </u>	-		

#### **Investment Abbreviations:**

CME SOFR - Chicago Mercantile Exchange Secured Overnight Financing Rate SOFR - Secured Overnight Financing Rate

#### Reference Rates:

1M CME SOFR - 1 Month CME SOFR as of December 31, 2024 was 4.33% 3M CME SOFR - 3 Month CME SOFR as of December 31, 2024 was 4.31% 6M CME SOFR - 3 Month CME SOFR as of 12/31/2024 was 4.25% 30D US SOFR - 30 Day SOFR as of December 31, 2024 was 4.53% 1M US SOFR- 1 Month SOFR as of December 31, 2024 was 4.33% PRIME - US Prime Rate as of December 31, 2024 was 7.50% 3M US SOFR- 3 Month SOFR as of December 31, 2024 was 4.31% 6M US SOFR- 6 Month SOFR as of December 31, 2024 was 4.25%

#### Schedule of Investments

December 31, 2024 (Unaudited)

- (a) Variable rate investment. Interest rates reset periodically. Interest rate shown reflects the rate in effect at December 31, 2024. For securities based on a published reference rate and spread, the reference rate and spread are indicated in the description above. Certain variable rate securities are not based on a published reference rate and spread but are determined by the issuer or agent and are based on current market conditions. These securities do not indicate a reference rate and spread in their description above.
- (b) Fair Valued by the Advisor using a discounted cash flow (DCF) methodology.
- (c) Loans are issued at discounts and do not have a stated interest rate. Rate indicated based on projected future cash flows and an implied 18-month final maturity. Actual yield and maturity is dependent on timing of future payments.
- (d) Security may be deemed restricted to resale to institutional investors. As of December 31, 2024, the aggregate fair value was \$66,067,600 representing 30.39% of Net Assets.
- (e) Contains past-due loan. A loan is deemed past-due at December 31, 2024, if the loan borrower has not made its required payment as of the most recent due date. As of December 31, 2024, \$994,220 of whole loans were past due, which represents 0.46% of net assets
- (f) As a result of the use of significant unobservable inputs to determine fair value, these investments have been classified as Level 3 assets. See Note 2 to the financial statements for additional information.
- (g) Non-income producing security.
- (h) Security exempt from registration under Rule 144A of the Securities Act of 1933, as amended. Such securities may normally be sold to qualified institutional buyers in transactions exempt from registration. The total value of Rule 144A securities amounts to \$116,668,653, which represents 53.66% of net assets as of December 31, 2024.
- (i) Interest only securities.
- (i) Issued with a zero coupon.
- (k) Step up bond. Coupon changes periodically based upon a predetermined schedule. Interest rate disclosed is that which is in effect at December 31, 2024.
- (I) Security is currently in default.
- (m) Securities were purchased pursuant to Regulation S under the Securities Act of 1933, as amended, which exempts securities offered and sold outside of the United States from registration. Such securities cannot be sold in the United States without either an effective registration statement filed pursuant to the Securities Act of 1933, as amended, or pursuant to an exemption from registration. These securities have been deemed liquid under procedures approved by the Fund's Board of Directors (the "Board"). As of December 31, 2024, the aggregate fair value of those securities was \$301,748, representing 0.14% of net assets.
- (n) Pay-in-kind securities. Rate paid in-kind is shown in parenthesis.

#### **Futures Contracts Purchased:**

- · · ·		Expiration	Notional	Value and Unrealized
Description	Contracts	Date	Value	Appreciation/(Depreciation)
5-Yr U.S. Treasury				
Note Futures	100	March 2025	\$ 10,630,469	\$ (58,644)
10-Yr U.S. Treasury				
Note Futures	36	March 2025	4,007,250	(57,393)
US Ultra T-Bond	20	March 2025	2,378,125	(78,613)
			\$ 17,015,844	\$ (194,650)

#### Statement of Assets and Liabilities

December 31, 2024 (Unaudited)

ASS	F٦	٠2٠
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Investments in securities:		
At cost	\$	384,686,997
At value	\$	341,665,180
Cash		18,956
Receivable for principal repayments		400,292
Variation margin receivable		18,626
Deposit with broker for futures contracts		192,675
Foreign currency, at value (Cost \$102)		102
Receivable for investments sold		253,374
Interest receivable		2,300,272
Dividends receivable		10,589
Deferred offering costs		85,158
Prepaid and other assets		9,780
Total Assets		344,955,004
LIABILITIES:		
Series C Term Preferred Stock (6.00%, \$10 liquidation Value, 419,206 shares		
issued and outstanding)	\$	4,192,060
Line of credit fees payable		8,611
Dividend payable - Series A Cumulative Perpetual Preferred Stock		328,125
Dividend payable - Series B Cumulative Perpetual Preferred Stock		356,250
Dividend payable - Series C Term Preferred Stock		19,721
Payable for investments purchased		2,075,181
Payable to Adviser		292,053
Payable to fund accounting and administration		49,854
Payable to transfer agency		7,622
Payable to Directors		866
Payable for compliance fees		19,953
Payable for custodian fees		12,473
Payable for audit fees		78,051
Other payables		83,637
Total Liabilities		7,524,457
Series A Cumulative Perpetual Preferred Stock (4.375%, \$25 liquidation value		
2,400,000 shares issued and outstanding)	\$	60,000,000
Series B Cumulative Perpetual Preferred Stock (4.75%, \$25 liquidation value,		
2,400,000 shares issued and outstanding)	\$	60,000,000
Net Assets	\$	217,430,547
NET ASSETS CONSIST OF		
NET ASSETS CONSIST OF:	_	
Paid-in capital	\$	294,235,193
Total distributable earnings		(76,804,646)
Net Assets	\$	217,430,547

#### Statement of Assets and Liabilities

December 31, 2024 (Unaudited)

#### **PRICING OF SHARES:**

Net Assets	\$ 217,430,547
Shares of common stock outstanding (50,000,000 of shares authorized, at	
\$0.0001 par value per share)	23,809,606
Net asset value per share	\$ 9.13

Statement of Operations	For the Six Month
Statement of Oberations	For the Six Month

For the Six Months Ended December 31, 2024 (Unaudited)

INVESTMENT INCOME:	
Interest	\$ 14,677,409
Dividends	810,455
Other Income	4,413
Total Investment Income	15,492,277
EXPENSES:	
Investment Adviser fee	1,711,363
Loan Service Fees	592,466
Accounting and administration fees	138,698
Printing expenses	80,997
Director expenses	65,580
Legal expenses	53,604
Interest expense on loan payable	51,335
Listing expense	42,811
Transfer agent expenses	40,118
Offering expenses	39,432
Audit expenses	32,056
Custodian fees	20,104
Dividends to Series C Term Preferred Stock	19,721
Compliance expense	18,191
Insurance fee	1,743
Other expenses	27,267
Total Expenses	2,935,486
Net Investment Income	12,556,791
DEALIZED AND LINDEALIZED CAIN//LOCC).	
REALIZED AND UNREALIZED GAIN/(LOSS):	
Net realized gain/(loss) on: Investments	672,283
Futures contracts	346,002
Net realized gain	 1,018,285
Net change in unrealized appreciation/depreciation on:	(
Investments	(1,645,954)
Futures contracts	(511,452)
Forward foreign currency contracts	(5)
Net change in unrealized appreciation/depreciation	(2,157,411)
Net Realized and Unrealized Loss on Investments	(1,139,126)
Dividends to Series A Cumulative Perpetual Preferred Stock	(1,312,536)
Dividends to Series B Cumulative Perpetual Preferred Stock	(1,425,000)
Net Increase in Net Assets Resulting from Operations	\$ 8,680,129

Statements of Changes in Net Assets Attributable to Common Shareholders

	-	For the ix Months Ended ecember 31, 2024 (Unaudited)		For the Year Ended June 30, 2024
NET INCREASE/(DECREASE) IN NET ASSETS FROM				
OPERATIONS:				
Net investment income	\$	12,556,791	\$	25,963,310
Net realized gain/(loss)		1,018,285		(18,623,262)
Net change in unrealized appreciation/depreciation		(2,157,411)		21,221,745
Net increase in net assets resulting from operations		11,417,665		28,561,793
Distributions to Series A Preferred Shareholders		(1,312,536)		(2,625,060)
Distributions to Series B Preferred Shareholders		(1,425,000)		(2,850,012)
Net increase in net assets attributable to common				
shareholders resulting from operations		8,680,129		23,086,721
DISTRIBUTIONS TO SHAREHOLDERS:				
From distributable earnings		(13,908,157)		(20,314,841)
From tax return of capital				(7,581,377)
Net decrease in net assets from distributions to				
shareholders		(13,908,157)		(27,896,218)
CAPITAL SHARE TRANSACTIONS:				
Proceeds from shares sold, net of offering costs		6,809,429		
Net increase in net assets from capital share				
transactions		6,809,429		
Net Increase/(Decrease) in Net Assets		1,581,401		(4,809,497)
NET ASSETS:				
Beginning of period		215,849,146		220,658,643
End of period	\$	217,430,547	\$	215,849,146
OTHER INFORMATION: Share Transactions:	÷		Ē	
Shares outstanding - beginning of period		22,971,194		22,971,194
Shares sold		838,412		,-·
Common Shares outstanding - end of period		23,809,606		22,971,194

Statement of Cash Flows

For the Six Months Ended December 31, 2024 (Unaudited)

CASH FLOWS FROM OPERATING ACTIVITIES:		
Net increase in net assets resulting from operations	\$	11,417,665
Adjustments to reconcile net increase in net assets from operations to net		
cash used in operating activities:		
Purchases of investment securities		(161,666,785)
Proceeds from disposition and paydowns on investment securities		147,105,188
Amortization of premium and accretion of discount on investments, net		1,395,457
Net proceeds from short-term investment securities		4,374,477
Net realized (gain)/loss on:		,- ,
Investments		(672,283)
Net change in unrealized appreciation/depreciation on:		, , ,
Investments		1,645,954
(Increase)/Decrease in assets:		, ,
Interest receivable		73,856
Dividends receivable		29,500
Variation margin receivable		(18,626)
Deferred offering costs		(72,277)
Receivable for principal repayments		919,912
Prepaid and other assets		9,897
Increase/(Decrease) in liabilities:		
Variation margin payable		(45,580)
Line of credit fees payable		278
Payable to transfer agency		688
Payable to Adviser		15,484
Proceeds from issuance of Series C Preferred Stock		4,192,060
Payable to fund accounting and administration		(11,412)
Payable to Directors		866
Payable for audit fees		(23,949)
Payable for compliance fees		9,100
Payable for custodian fees		4,674
Other payables		(20,487)
Net cash provided by operating activities	\$	8,663,657
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from sale of capital shares		7,059,429
Offering cost paid for sale of shares		(250,000)
Cash distributions paid to common shareholders		(13,908,157)
Cash distributions paid to preferred shareholders		(2,717,815)
Net cash used in financing activities	\$	(9,816,543)
Net decrease in cash and restricted cash	\$	(1,152,886)
Cash and restricted cash, beginning of period	\$ \$	1,364,619
Cash and restricted cash, end of period	\$	211,733
, p		,

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION: Cash paid for interest expense and fees for line of credit	\$	51,057
Reconciliation of restricted and unrestricted cash at the beginning of per to the statement of assets and liabilities:	riod	
Cash	\$	1,080,308
Deposit with broker for futures contracts	\$	284,205
Reconciliation of restricted and unrestricted cash at the end of the perio the statement of assets and liabilities:	d to	
Cash	\$	19,058
Deposit with broker for futures contracts	\$	192.675



## Financial Highlights

For a common share outstanding throughout the periods presented

Net asset value - beginning of period

#### Income/(loss) from investment operations:

Net investment income(a)

Net realized and unrealized gain/(loss)(b)

Total income/(loss) from investment operations

#### Less distributions:

From net investment income

From tax return of capital

**Total distributions** 

#### Less distributions to preferred shareholders:

From net investment income(c)

Total distributions to preferred shareholders

#### **Capital share transactions:**

Dilutive effect of rights offering

Common share offering costs charged to paid-in capital

Total capital share transactions

Preferred Stock issuance and offering costs charged to paid-in capital

Total preferred stock transactions

Net increase/(decrease) in net asset value

Net asset value - end of period

Market price - end of period

### Total Return(f)

## Total Return - Market Price(f)

#### Supplemental Data:

Net assets, end of period(in thousands)

Ratio of expenses to average net assets(h)(i)

Ratio of net investment income

#### Portfolio turnover rate

Loan payable (in thousands)

Asset coverage per \$1,000 of loan payable(k)

Cumulative Preferred Stock (in thousands)

Asset coverage of Preferred Stock(1)

Involuntary liquidating preference per unit of Series A Cumulative Preferred Stock

Average market value per unit of Series A Cumulative Preferred Stock

Involuntary liquidating preference per unit of Series B Cumulative Preferred Stock

Average market value per unit of Series B Cumulative Preferred Stock

Involuntary liquidating preference per unit of Series C Term Preferred Stock

Average market value per unit of Series C Term Preferred Stock

Financial Highlights

For a common share outstanding throughout the periods presented

	For the Six Months Ended December 31, 2024 (Unaudited)	,	For the Year Ended June 30, 2024		For the Year Ended June 30, 2023		For the Year Ended June 30, 2022		For the Year Ended June 30, 2021		For the Year Ended June 30, 2020
\$	9.40	\$	9.61	\$	11.27	\$	15.17	\$	14.91	\$	18.09
	0.54 (0.05)		1.13 0.11		0.97 (0.78)		0.87 (2.49)		0.92 1.73		0.95 (1.72)
	0.49		1.24		0.19		(1.62)		2.65		(0.77)
_	(0.60)		(0.88) (0.33)		(0.91) (0.59)		(0.81) (1.03)		(1.02) (1.01)		(1.11) (1.07)
_	(0.60)		(1.21)		(1.50)		(1.84)		(2.03)		(2.18)
_	(0.12)		(0.24)		(0.25)		(0.24)		(0.13)		_
_	(0.12)		(0.24)		(0.25)		(0.24)		(0.13)		_
_	(0.04) <sup>(d)</sup>		<del>-</del> -		(0.10) <sup>(d)</sup> –		(0.06) <sup>(d)</sup> (0.01)		(0.05) <sup>(d)</sup> 0.00 <sup>(e)</sup>		(0.22) <sup>(d)</sup> (0.01)
	(0.04)		_		(0.10)		(0.07)		(0.05)		(0.23)
	_		_		_		(0.13)		(0.18)		_
	-		_		_		(0.13)		(0.18)		_
_	(0.27)		(0.21)		(1.66)		(3.90)		0.26		(3.18)
\$ \$	9.13	\$	9.40	\$	9.61	\$	11.27	\$	15.17	\$	14.91
\$	8.34	\$	8.65	\$	8.54	\$	10.89	\$	15.58	\$	13.91
	3.52% <sup>(g)</sup> 3.19% <sup>(g)</sup>		11.28% 17.04%		(1.26%) (7.92%)		(14.82%) (19.86%)		16.88% 28.67%		(5.31%) (6.33%)
\$	217,431	\$	215,849	\$	220,659	\$	219,123	\$	224,826	\$	199,510
	2.67% <sup>(j)</sup>		2.75%		2.22%		1.93%		2.10%		2.84%
	11.42% <sup>(j)</sup>		12.03%		9.61%		6.32%		6.15%		5.73%
	46% <sup>(g)</sup>	,	117%		75%		44%	,	54%		43%
\$	_	\$	_	\$	_	\$	_	\$	21,000 14,563	\$	65,500 4,046
\$	124,192	Ś	120.000	\$	120,000	Ś	120,000	Ś	60,000	\$	4,040
Y	67	Υ	70	Υ	71	Ψ	71	Υ	119	Ψ	_
	25.00		25.00		25.00		25.00		25.00		_
	19.02		18.25		18.59		22.98		24.44		_
	25.00		25.00		25.00		25.00		-		_
	20.42		19.59		19.64		22.93		-		_
	10.00		_		_		_		-		_
	10.08		_		_		_		_		_

## Financial Highlights

For a common share outstanding throughout the periods presented

- (a) Based on average shares outstanding during the period.
- (b) Recognition of net investment income by the Fund is affected by the timing of the declarations of dividends by the underlying closed-end funds in which the Fund invests. The ratio does not include net investment income of the closed-end funds in which the Fund invests.
- (c) Calculated using the average shares method.
- (d) Represents the impact of the Fund's rights offering of 838,412 shares in November 2024, 3,508,633 shares in September 2022, 2,926,441 shares in October 2021, 472,995 shares in October 2020, and 2,371,081 shares in December 2019 at a subscription price per share based on a formula. For more details please refer to Note 10 of the Notes to Financial Statements.
- (e) Less than \$0.005 per share.
- Total investment return is calculated assuming a purchase of common shares at the opening on the first day and a sale at closing on the last day of each period reported. For purposes of this calculation, dividends and distributions, if any, are assumed to be reinvested at prices obtained under the Fund's dividend reinvestment plan. Total investment returns do not reflect brokerage commissions, if any. Total return on Market Price does not reflect any sales load paid by investors. Periods less than one year are not annualized.
- (g) Not annualized.
- (h) Ratio includes leverage expenses and loan service fees of 0.59%, 0.00%, 0.05%, 0.21% and 0.91%, respectively, that are outside the expense limit.
- (i) Does not include expenses of the closed-end funds in which the Fund invests.
- (i) Annualized.
- (k) Calculated by subtracting the Fund's total liabilities (excluding the debt balance and accumulated unpaid interest) from the Fund's total assets and dividing by the outstanding debt balance.
- (I) The asset coverage ratio for a class of senior securities representing stock is calculated as the Fund's total assets, less all liabilities and indebtedness not represented by the Fund's senior securities, divided by secured senior securities representing indebtedness plus the aggregate of the involuntary liquidation preference of secured senior securities which are stock. The involuntary liquidation preference of a class of senior security, which is a stock, is the amount to which such class of senior security would be entitled on involuntary liquidation of the issuer in preference to a security junior to it. Series B Perpetual Preferred Stock and Series C Term Preferred Stock have the same priority with respect to payment of dividends and distributions and liquidation preference as the issued and outstanding Series A Preferred Stock and any other shares of preferred stock that the Fund may issue. With respect to the Series A Perpetual Preferred Stock, Series B Perpetual Preferred Stock and Series C Term Preferred Stock, the asset coverage per unit figure is expressed in terms of dollar amounts per share of outstanding Preferred Stock (based on a liquidation preference of \$25 for Series A and Series B Preferred Stock, and a liquidation of \$10 for Series C Preferred Stock) and is equivalent to the Asset Coverage of Preferred Stock presented given Series A, Series B and Series C Preferred Stock have a pari-passu liquidation preference.

#### Notes to Financial Statements

December 31, 2024 (Unaudited)

#### 1. ORGANIZATION

RiverNorth/DoubleLine Strategic Opportunity Fund, Inc. (the "Fund") is a closed-end management investment company that was organized as a Maryland corporation on June 22, 2016, and commenced investment operations on September 28, 2016. The investment adviser to the Fund is RiverNorth Capital Management, LLC (the "Adviser"). The Fund's sub-adviser is DoubleLine Capital, LP ("Sub-Adviser"). The Fund is a diversified investment company with an investment objective to seek current income and overall total return.

The Fund seeks to achieve its investment objective by allocating its Managed Assets among three principal strategies: Tactical Closed End Fund Income Strategy, Alternative Credit Strategy and Opportunistic Income Strategy. The Adviser will determine the portion of the Fund's Managed Assets to allocate to each strategy and may, from time to time, adjust the allocations.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies followed by the Fund. These policies are in conformity with generally accepted accounting principles in the United States of America ("GAAP"). The financial statements are prepared in accordance with GAAP, which requires management to make estimates and assumptions that affect the reported amounts and disclosures, including the disclosure of contingent assets and liabilities, in the financial statements during the reporting period. Management believes the estimates and security valuations are appropriate; however, actual results may differ from those estimates, and the security valuations reflected in the financial statements may differ from the value the Fund ultimately realizes upon sale of the securities. The Fund is considered an investment company for financial reporting purposes under GAAP and follows the accounting and reporting guidance applicable to investment companies as codified in Accounting Standards Codification ("ASC") Topic 946 – Financial Services – Investment Companies. The financial statements have been prepared as of the close of the New York Stock Exchange ("NYSE") on December 31, 2024.

**Security Valuation:** The Fund's investments are generally valued at their fair value using market quotations. If a market value quotation is unavailable a security may be valued at its estimated fair value as described in Note 3.

Security Transactions and Related Income: The Fund follows industry practice and records security transactions on the trade date basis. The specific identification method is used for determining gains or losses for financial statements and income tax purposes. Dividend income is recorded on the ex-dividend date or for certain foreign securities, when the information becomes available to the Fund and interest income and expenses are recorded on an accrual basis. Discounts and premiums on securities purchased are amortized or accreted using the effective interest method. Paydown gains and losses on mortgage-related and other asset-backed securities are recorded as components of interest income on the Statement of Operations. Withholding taxes on foreign dividends have been provided for in accordance with the Fund's understanding of the applicable country's tax rules and rates. The ability of issuers of debt securities held by the Fund to meet their obligations may be affected by economic and political developments in a specific country or region. Settlement on bank loans transactions may be in excess of seven business days. Interest only stripped mortgage backed securities ("IO Strips") are securities that receive only interest

### Notes to Financial Statements

December 31, 2024 (Unaudited)

payments from a pool of mortgage loans. Little to no principal will be received by the Fund upon maturity of an IO Strip. Periodic adjustments are recorded to reduce the cost of the security until maturity, which are included in interest income.

**Foreign Currency Translation:** The books and records of the Fund are maintained in U.S. dollars. Investment valuations and other assets and liabilities initially expressed in foreign currencies are converted each business day into U.S. dollars based upon current exchange rates. Prevailing foreign exchange rates may generally be obtained at the close of the NYSE (normally, 4:00 p.m. Eastern Time). The portion of realized and unrealized gains or losses on investments due to fluctuations in foreign currency exchange rates is not separately disclosed and is included in realized and unrealized gains or losses on investments, when applicable.

Cash Balance: The Fund places its cash on deposit with financial institutions in the United States, which are insured by the Federal Deposit Insurance Corporation ("FDIC") up to \$250,000. The Fund's credit risk in the event of failure of these financial institutions is represented by the difference between the FDIC limit and the total amounts on deposit. Management monitors the financial institutions' creditworthiness in conjunction with balances on deposit to minimize risk. The Fund from time to time may have amounts on deposit in excess of the insured limits.

**Preferred Stock:** In accordance with ASC 480-10-25, the Fund's Series A and Series B Cumulative Perpetual Preferred Stock have been classified as equity on the Statement of Assets and Liabilities. Refer to "Note 9. Preferred Stock" for further details.

**Other:** The Fund holds certain investments which pay dividends to their shareholders based upon available funds from operations. It is possible for these dividends to exceed the underlying investments' taxable earnings and profits resulting in the excess portion of such dividends being designated as a return of capital. Distributions received from investments in securities that represent a return of capital or long-term capital gains are recorded as a reduction of the cost of investments or as a realized gain, respectively.

The Fund invests in closed-end funds, each of which has its own investment risks. Those risks can affect the value of the Fund's investments and therefore the value of the Fund's shares. To the extent that the Fund invests more of its assets in one closed end fund than in another, the Fund will have greater exposure to the risks of that closed end fund.

**Common Share Valuation:** The NAV is generally calculated as of the close of trading on the NYSE (normally 4:00 p.m. Eastern Time) every day the NYSE is open. The NAV is calculated by dividing the value of all of the securities and other assets of the Fund, less the liabilities (including accrued expenses and indebtedness), by the total number of common shares outstanding.

**Federal Income Taxes:** The Fund has been treated as, and intends to qualify each year for special tax treatment afforded to, a regulated investment company ("RIC") under Subchapter M of the Internal Revenue Code of 1986, as amended ("IRC"). In order to qualify as a RIC, the Fund must, among other things, satisfy income, asset diversification and distribution requirements. As long as it so qualifies, the Fund will not be subject to U.S. federal income tax to the extent that it distributes annually its investment company taxable income and its "net capital gain". If the Fund retains any investment company taxable income or net capital gain, it will be subject to U.S. federal income tax

## Notes to Financial Statements

December 31, 2024 (Unaudited)

on the retained amount at regular corporate tax rates. In addition, if the Fund fails to qualify as a RIC for any taxable year, it will be subject to U.S. federal income tax on all of its income and gains at regular corporate tax rates.

As of and during the six months ended December 31, 2024, the Fund did not have a liability for any unrecognized tax benefits. The Fund files U.S. federal, state, and local tax returns as required. The Fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return for federal purposes and four years for most state returns. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expenses on the Statement of Operations. During the six months ended December 31, 2024, the Fund did not incur any interest or penalties.

**Distributions to Shareholders:** Distributions to shareholders, which are determined in accordance with income tax regulations, are recorded on the ex-dividend date. The treatment for financial reporting purposes of distributions made to common shareholders during the year from net investment income or net realized capital gains may differ from their ultimate treatment for federal income tax purposes. These differences are caused primarily by differences in the timing of recognition of certain components of income, expense, or realized capital gain for federal income tax purposes. Where such differences are permanent in nature, they are reclassified in the components of the net assets based on their ultimate characterization for federal income tax purposes. Any such reclassification will have no effect on net assets, results of operations, or net asset values ("NAV") per common share of the Fund.

The Fund maintains a level distribution policy. The Fund distributes to common shareholders regular monthly cash distributions of its net investment income. In addition, the Fund distributes its net realized capital gains, if any, at least annually. At times, to maintain a stable level of distributions, the Fund may pay out less than all of its net investment income or pay out accumulated undistributed income, or return of capital, in addition to current net investment income. Any distribution that is treated as a return of capital generally will reduce a common shareholder's basis in his or her shares, which may increase the capital gain or reduce the capital loss realized upon the sale of such shares. Any amounts received in excess of a common shareholder's basis are generally treated as capital gain, assuming the shares are held as capital assets. The Board approved the implementation of the level distribution policy to make monthly cash distributions to common shareholders, stated in terms of a rate equal to 12.5% of the average of the Fund's NAV per common share for the final five trading days of the previous calendar year. The Fund made monthly distributions to common shareholders set at a level monthly rate of \$0.1003 per common share for the six months ended December 31, 2024.

Previously, the Board approved the adoption of a managed distribution plan in accordance with a Section 19(b) exemptive order whereby the Fund made monthly distributions to common shareholders set at a fixed monthly rate.

Distributions to holders of preferred stock are accrued on a daily basis as described in Note 9.

#### Notes to Financial Statements

December 31, 2024 (Unaudited)

**Return of Capital Distributions:** At times, to maintain a stable level of distributions, the Fund may pay out less than all of its net investment income or pay out accumulated undistributed income, or return of capital, in addition to current net investment income. Any distribution that is treated as a return of capital generally will reduce a common shareholder's basis in his or her shares, which may increase the capital gain or reduce the capital loss realized upon the sale of such shares.

#### 3. SECURITIES VALUATION AND FAIR VALUE MEASUREMENTS

Fair value is defined as the price that the Fund might reasonably expect to receive upon selling an investment in a timely transaction to an independent buyer in the principal or most advantageous market of the investment. GAAP establishes a three-tier hierarchy to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes.

Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk, for example, the risk inherent in a particular valuation technique used to measure fair value including using such a pricing model and/or the risk inherent in the inputs to the valuation technique. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

Various inputs are used in determining the value of the Fund's investments. These inputs are summarized in the three broad levels listed below.

- **Level 1** Unadjusted quoted prices in active markets for identical, unrestricted assets or liabilities that the Fund has the ability to access at the measurement date;
- **Level 2** Quoted prices which are not active, quoted prices for similar assets or liabilities in active markets or inputs other than quoted prices that are observable (either directly or indirectly) for substantially the full term of the asset or liability; and
- **Level 3** Significant unobservable prices or inputs (including the Fund's own assumptions in determining the fair value of investments) where there is little or no market activity for the asset or liability at the measurement date.

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.

Equity securities, including closed-end funds and business development company notes, are generally valued by using market quotations, but may be valued on the basis of prices furnished by a pricing service when the Adviser believes such prices more accurately reflect the fair market value of such securities. Securities that are traded on any stock exchange are generally valued by the

## Notes to Financial Statements

December 31, 2024 (Unaudited)

pricing service at the last quoted sale price. Lacking a last sale price, an exchange traded security is generally valued by the pricing service at its last bid price. Securities traded in the NASDAQ overthe-counter market are generally valued by the pricing service at the NASDAQ Official Closing Price. When using the market quotations or close prices provided by the pricing service and when the market is considered active, the security will be classified as a Level 1 security. Sometimes, an equity security owned by the Fund will be valued by the pricing service with factors other than market quotations or when the market is considered inactive. When this happens, the security will be classified as a Level 2 security. When market quotations are not readily available, when the Adviser determines that the market quotation or the price provided by the pricing service does not accurately reflect the current fair value, or when restricted or illiquid securities are being valued, such securities are valued as determined in good faith by the Adviser, as the Fund's valuation designee, in conformity with guidelines adopted by and subject to review by the Board. These securities will be categorized as Level 3 securities.

Investments in mutual funds, including short term investments, are generally priced at the ending NAV provided by the service agent of the funds. These securities will be classified as Level 1 if the securities are determined to have a readily determinable fair value. For an investment that does not have a readily determinable fair value, the investment will be valued using the NAV reported by the investment fund as a practical expedient, without further adjustment, unless it is probable that the investment will be sold at a value significantly different than the reported NAV.

Domestic and foreign fixed income securities, including foreign and U.S. corporate bonds, foreign and U.S. government bonds, non-agency collateralized mortgage obligations, U.S. Government/ Agency mortgage backed securities, bank loans, and collateralized loan obligations are normally valued on the basis of quotes obtained from brokers and dealers or independent pricing services. Foreign currency positions, including forward foreign currency contracts, are priced at the mean between the closing bid and asked prices at 4:00 p.m. Eastern Time. Prices obtained from independent pricing services typically use information provided by market makers or estimates of market values obtained from yield data relating to investments or securities with similar characteristics. Data used to establish quotes includes analysis of cash flows, pre-payment speeds, default rates, delinquency assumptions and assumptions regarding collateral and loss assumptions. These securities will be classified as Level 2 securities.

Small business loans, as an asset class, are not presently traded on a developed secondary market. Therefore, market quotations are not available. Accordingly, all small business loans are fair valued as determined in good faith by the Adviser pursuant to policies and procedures approved by the Board and subject to the Board's oversight. The Fund's holdings in small business loans are fair valued daily by the Adviser using a discounted cash flow methodology, as an income approach. Discounted cash flow is a valuation technique that provides an estimation of the fair value of an asset based on expectations about cash flows that a small business loan would generate over time. In general, the primary inputs of fair value in the small business loan valuation model are projected loss rate and adjusted discount rate. A discounted cash flow model begins with an estimation of periodic cash flows expected to be generated over a discrete period of time (generally the time remaining until maturity of the loan). The estimated cash flows for each interval period (generally monthly) are then converted to their present value equivalent using a rate of return appropriate for the risk of achieving projected cash flows. Although not exhaustive, discounted cash flow models factor in borrower level data. Loans made to small businesses may incorporate different factors.

## Notes to Financial Statements

December 31, 2024 (Unaudited)

Short-term investments in fixed income securities, excluding money market funds, with maturities of less than 60 days when acquired, or which subsequently are within 60 days of maturity, and of sufficient credit quality, are valued by using the amortized cost method of valuation. These securities will be classified as Level 2 securities.

Effective September 8, 2022, and pursuant to the requirements of Rule 2a-5 under the 1940 Act, the Board approved updated valuation procedures for the Fund and designated the Adviser as the Fund's valuation designee to make all fair valuation determinations with respect to the Fund's portfolio investments, subject to the Board's oversight.

In accordance with the Fund's good faith pricing guidelines, the Adviser is required to consider all appropriate factors relevant to the value of securities for which it has determined other pricing sources are not available or reliable as described above. No single standard exists for determining fair value, because fair value depends upon the circumstances of each individual case. As a general principle, the current fair value of an issue of securities being valued by the Adviser would appear to be the amount which the owner might reasonably expect to receive for them upon their current sale. Methods which are in accordance with this principle may, for example, be based on (i) a multiple of earnings; (ii) discounted cash flow models; (iii) weighted average cost or weighted average price; (iv) a discount from market of a similar freely traded security (including a derivative security or a basket of securities traded on other markets, exchanges or among dealers); or (v) yield to maturity with respect to debt issues, or a combination of these and other methods. Good faith pricing is permitted if, in the Adviser's opinion, the validity of market quotations appears to be questionable based on factors such as evidence of a thin market in the security based on a small number of quotations, a significant event occurs after the close of a market but before the Fund's NAV calculation that may affect a security's value, or the Adviser is aware of any other data that calls into question the reliability of market quotations.

Good faith pricing may also be used in instances when the bonds in which the Fund invests default or otherwise cease to have market quotations readily available.

## Notes to Financial Statements

December 31, 2024 (Unaudited)

Laval 2

The following is a summary of the inputs used at December 31, 2024 in valuing the Fund's assets and liabilities:

Lavalo

				Level 2 -	Level 3 -		
			0	ther Significan	t Significant		
		Level 1 -		Observable	Unobservable	,	
Investments in Securities at Value'	(	Quoted Prices		Inputs	Inputs		Total
Closed-End Funds	\$	1,163,606	\$	_	\$ -	\$	1,163,606
Closed-End Funds - Preferred							
Shares		933,027		_	_		933,027
Business Development							
Companies - Preferred							
Shares		2,396,849		2,130,226	_		4,527,075
Bank Loans		_		6,220,130	_		6,220,130
Small Business Loans		_		_	66,067,600		66,067,600
Common Stocks		_		1,207	_		1,207
Collateralized Loan Obligations		_		24,426,872	_		24,426,872
Rights		2,851		_	_		2,851
Warrants		83,505		7,249	_		90,754
U.S. Corporate Bonds		_		19,239,527	_		19,239,527
U.S. Government / Agency							
Mortgage Backed							
Securities		_		117,535,795	_		117,535,795
U.S. Government Bonds and							
Notes		_		4,697,590	_		4,697,590
Foreign Corporate Bonds		_		503,851	_		503,851
Non-Agency Collateralized							
Mortgage Obligations		_		75,351,721	_		75,351,721
Short-Term Investments		20,903,574		_	_		20,903,574
Total	\$	25,483,412	\$	250,114,168	\$66,067,600	\$ :	314,665,180
Other Financial Instruments**							
Liabilities:							
Future Contracts	\$	(194,650)	\$		\$ -	\$	(194,650)
Total	\$	(194,650)	\$		\$ -	\$	(194,650)

<sup>\*</sup> Refer to the Fund's Schedule of Investments for a listing of securities by type.

<sup>\*\*</sup> Other financial instruments are derivative instruments reflected in the Schedule of Investments. Futures contracts are reported at their unrealized appreciation/depreciation.

## Notes to Financial Statements

December 31, 2024 (Unaudited)

The changes of the fair value of investments for which the Fund has used Level 3 inputs to determine the fair value are as follows:

Asset Type	Balance as of June 30, 2024	Accrued Discount premium	of	Realized Gain/(Loss)	Change in Unrealized Appreciation/ Deperciation	Purchases	Proceeds from Paydowns	into		Balance as of December	Net change in unrealized appreciation/ (depreciation) included in the Statements of Operations attributable to Level 3 investments held at December 31, 2024
Small											
Business Loan	s 57,921,835	<u> </u>	_	(6,112)	(4,812,976)	83,620,652	(70,655,799)	_	_	66,067,600	(2,485,058)
	\$57,921,885	;\$ <b>-</b>	\$ -	\$ (6,112)	\$ (4,812,976)	\$83,620,652	\$(70,655,799)	) \$ -	\$ -	\$66,067,600	\$ (2,485,058)

The table below provides additional information about the Level 3 Fair Value Measurements as of December 31, 2024:

Asset Class	Fair Value	Valuation Technique	Unobservable Inputs <sup>(a)</sup>	Value/Range (Weighted Average)
		Income	Loss-Adjusted	
Small Business Loans	\$ 66,067,600	Approach	Discount Rate	4.87%-21.20% (11.35%)
			Projected	0.00%-100.00%
			Loss Rate	(15.18%)

<sup>(</sup>a) A change to the unobservable input may result in a significant change to the value of the investment as follows:

Unobservable Inputs	Impact to Value if Input Increases	Impact to Value if Input Decreases
Loss-Adjusted Discount Rate	Decrease	Increase
Projected Loss Rate	Decrease	Increase

#### **Futures**

The Fund may invest in futures contracts in accordance with its investment objectives. The Fund does so for a variety of reasons including for cash management, hedging or non-hedging purposes in an attempt to achieve the Fund's investment objective. A futures contract provides for the future sale by one party and purchase by another party of a specified quantity of the security or other financial instrument at a specified price and time. A futures contract on an index is an agreement pursuant to which two parties agree to take or make delivery of an amount of cash equal to the difference between the value of the index at the close of the last trading day of the contract and the price at which the index contract was originally written. Futures transactions may result in losses in excess of the amount invested in the futures contract. There can be no guarantee that there will be a correlation between price movements in the hedging vehicle and in the portfolio securities being hedged. An incorrect correlation could result in a loss on both the hedged securities in a fund and the hedging vehicle so that the portfolio return might have been greater had hedging not been

## Notes to Financial Statements

December 31, 2024 (Unaudited)

attempted. There can be no assurance that a liquid market will exist at a time when a fund seeks to close out a futures contract or a futures option position. Lack of a liquid market for any reason may prevent a fund from liquidating an unfavorable position, and the fund would remain obligated to meet margin requirements until the position is closed. In addition, a fund could be exposed to risk if the counterparties to the contracts are unable to meet the terms of their contracts. With exchange-traded futures, there is minimal counterparty credit risk to the Fund since futures are exchange-traded and the exchange's clearinghouse, as counterparty to all exchange-traded futures, guarantees the futures against default. The Fund is party to certain enforceable master netting arrangements, which provide for the right of offset under certain circumstances, such as the event of default.

When a purchase or sale of a futures contract is made by a fund, the fund is required to deposit with its custodian (or broker, if legally permitted) a specified amount of liquid assets ("initial margin"). The margin required for a futures contract is set by the exchange on which the contract is traded and may be modified during the term of the contract. The initial margin is in the nature of a performance bond or good faith deposit on the futures contract that is returned to the Fund upon termination of the contract, assuming all contractual obligations have been satisfied. These amounts are included in Deposit with broker for futures contracts on the Statement of Assets and Liabilities. Each day the Fund may pay or receive cash, called "variation margin," equal to the daily change in value of the futures contract. Such payments or receipts are recorded for financial statement purposes as unrealized gains or losses by the Fund. Variation margin does not represent a borrowing or loan by the Fund but instead is a settlement between the Fund and the broker of the amount one would owe the other if the futures contract expired. When the contract is closed, the Fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed.

**Derivative Instruments:** The following tables disclose the amounts related to the Fund's use of derivative instruments.

The effect of derivatives instruments on the Fund's Statement of Assets and Liabilities as of December 31, 2024:

	ASSET		
	Derivatives		
	Statement of Assets and Liabilities		
Risk Exposure Statement	Location	Fai	ir Value
Interest Rate Risk (Futures	Net unrealized depreciation on		
Contracts)*	Futures Contracts	\$	(194.650)

<sup>\*</sup> The value presented includes cumulative loss on open futures contracts; however, the value reflected on the accompanying Statement of Assets and Liabilities is variation margin payable as of December 31, 2024.

## Notes to Financial Statements

December 31, 2024 (Unaudited)

The effect of derivative instruments on the Statement of Operations for the six months ended December 31, 2024:

Risk Exposure	Statement of Operations Location	G	Realized ain/Loss on Derivatives	Change in Unrealized Appreciation/ Depreciation on Derivatives
	Net realized gain on futures			
	contracts; Net change in			
	unrealized appreciation/			
Interest rate risk (Futures	•			
contracts)	contracts	\$	346,002	\$ (511,452)

The futures contracts average notional amount during the six months ended December 31, 2024, is noted below.

Fund	•	lotional Amount of res Contracts	
RiverNorth/DoubleLine Strategic Opportunity Fund	\$	17,038,875	

#### 4. ADVISORY FEES, DIRECTOR FEES AND OTHER AGREEMENTS

RiverNorth serves as the investment adviser to the Fund. Under the terms of the management agreement (the "Agreement"), the Adviser, subject to the supervision of the Board, provides or arranges to be provided to the Fund such investment advice as it deems advisable and will furnish or arrange to be furnished a continuous investment program for the Fund consistent with the Fund's investment objectives and policies. As compensation for its management services, the Fund is obligated to pay the Adviser a fee computed and accrued daily and paid monthly in arrears at an annual rate of 1.00% of the average daily managed assets of the Fund. Managed assets are defined as the total assets of the Fund, including assets attributable to leverage, minus liabilities other than debt representing leverage and any preferred stock that may be outstanding. For the six months ended December 31, 2024, the Adviser earned fees of \$1,1711,363, of which \$292,053 remained payable at December 31, 2024. The Fund also accrued \$18,191 in chief compliance officer ("CCO") fees, of which \$19,953 remained payable at December 31, 2024.

DoubleLine Capital, LP is the investment sub-adviser to the Fund. Under the terms of the sub-advisory agreement, the Sub-Adviser, subject to the supervision of the Adviser and the Board, provides or arranges to be provided to the Fund such investment advice as deemed advisable and will furnish or arrange to be furnished a continuous investment program for the portion of assets managed in the Fund consistent with the Fund's investment objective and policies. As compensation for its sub-advisory services, the Adviser is obligated to pay the Sub-Adviser a fee computed and accrued daily and paid monthly in arrears based on an annual rate of 0.50% of the average daily managed assets of the Fund.

#### Notes to Financial Statements

December 31, 2024 (Unaudited)

ALPS Fund Services, Inc. ("ALPS") provides the Fund with fund administration and fund accounting services. As compensation for its services to the Fund, ALPS receives an annual fee based on the Fund's average daily net assets, subject to certain minimums.

State Street Bank & Trust, Co. serves as the Fund's custodian. Millennium Trust Company, LLC serves as a custodian for electronic loan documents related to the Alternative Credit Strategy.

DST Systems, Inc. ("DST"), the parent company of ALPS, serves as the Transfer Agent to the Fund. Under the Transfer Agency Agreement, DST is responsible for maintaining all shareholder records of the Fund. DST is a wholly-owned subsidiary of SS&C Technologies Holdings, Inc. ("SS&C"), a publicly traded company listed on the NASDAQ Global Select Market.

The Fund pays no salaries or compensation to its officers or to any interested Director employed by the Adviser or Sub-Adviser, and the Fund has no employees except as noted below. For their services, the Directors of the Fund who are not employed by the Adviser or Sub-Adviser, receive an annual retainer in the amount of \$16,500, an additional \$2,000 for attending each quarterly meeting of the Board and an additional fee of \$1,500 for each special meeting of the Board. In addition, the lead Independent Director receives \$1,333 annually, the Chair of the Audit Committee receives \$1,111 annually and the Chair of the Nominating and Corporate Governance Committee receives \$667 annually. The Directors not employed by the Adviser or Sub-Adviser are also reimbursed for all reasonable out-of-pocket expenses relating to attendance at meetings of the Board.

The CCO of the Fund is an employee of the Adviser. The Fund reimburses the Adviser for certain compliance costs related to the Fund, including a portion of the CCO's compensation.

#### 5. NEW ACCOUNTING PRONOUNCEMENTS AND RULE ISSUANCES

In this reporting period, the Fund adopted FASB Accounting Standards Update 2023-07, Segment Reporting (Topic 280) - Improvements to Reportable Segment Disclosures ("ASU 2023-07"). Adoption of the new standard impacted disclosures only and did not affect the Fund's financial position nor the results of its operations. An operating segment is defined in Topic 280 as a component of a public entity that engages in business activities from which it may recognize revenues and incur expenses, has operating results that are regularly reviewed by a public entity's chief operating decision maker (the "CODM") to make decisions about resources to be allocated to the segment and assess its performance, and has discrete financial information available. The Fund's Principal Financial Officer, acting together as the Fund's CODM, has determined that the Fund has operated as a single segment since inception. The CODM monitors the operating results of the Fund, as a whole, and the Fund's long-term strategic asset allocation is pre-determined in accordance with the terms of the related Prospectus, based on the defined investment objectives and strategies that are executed by the Fund's portfolio management team. The financial information, in the form of the Fund's holdings, total returns, expense ratios, and changes in net assets (i.e., changes in net assets resulting from operations, subscriptions and redemptions) are used by the CODM to assess the Fund's performance versus the Fund's benchmark and to make resource allocation decisions for the Fund's segment, which is consistent with that presented within the Fund's financial statements. Segment assets are reflected on the Fund's Statement of Assets and Liabilities as "Total Assets" and significant segment expenses are listed on the Statement of Operations.

### Notes to Financial Statements

December 31, 2024 (Unaudited)

#### 6. CREDIT AGREEMENT

The Fund may borrow money and/or issue preferred stock, notes or debt securities for investment purposes. These practices are known as leveraging. The Fund may use leverage through borrowings or the issuance of preferred stock, in an aggregate amount of up to 33 1/3% of the Fund's total assets immediately after such borrowings or issuance.

On March 9, 2023, the Fund entered into a credit agreement with BNP Paribas ("BNP Credit Agreement"). The BNP Credit Agreement permits the Fund to borrow funds that are collateralized by assets held at BNP Paribas pursuant to the agreement. Under the terms of the BNP Credit Agreement, the Fund may borrow up to \$25,000,000 bearing an interest rate of the Overnight Bank Funding Rate plus a fixed rate determined by the securities pledged as collateral. Any unused portion of the BNP Credit Agreement is subject to a commitment fee of 0.50% of the unused portion of the facility until a utilization of 80% or greater is met.

The Fund did not utilize the BNP Credit Agreement for the six months ended December 31, 2024. There was no outstanding balance on the BNP Credit Agreement as of December 31, 2024.

#### 7. TAX BASIS INFORMATION

It is the Fund's policy to meet the requirements of the IRC applicable to regulated investment companies, and to distribute all of its taxable net income to its shareholders. In addition, the Fund intends to pay distributions as required to avoid imposition of excise tax. Therefore, no federal income tax provision is required.

**Tax Basis of Distributions to Shareholders:** The character of distributions made during the year from net investment income or net realized gains may differ from its ultimate characterization for federal income tax purposes. Also, due to the timing of dividend distributions, the fiscal year in which amounts are distributed may differ from the fiscal year in which the income or realized gains were recorded by the Fund.

The amounts and characteristics of tax basis distributions and composition of distributable earnings/(accumulated losses) are finalized at fiscal year-end and are not available for the six months ended December 31, 2024.

The tax character of the distributions paid by the Fund during the fiscal year ended June 30, 2024, was as follows:

	or the Year Ended June 30, 2024
Ordinary Income	\$ 20,314,841
Ordinary Income Preferred	4,790,698
Return of Capital	7,581,377
Total	\$ 32,686,916

#### Notes to Financial Statements

December 31, 2024 (Unaudited)

**Unrealized Appreciation and Depreciation on Investments:** As of December 31, 2024, net unrealized appreciation/(depreciation) of investments based on federal tax costs was as follows:

Cost of investments for income tax purposes		401,726,788
Gross appreciation on investments (excess of value over tax cost)		7,080,884
Gross depreciation on investments (excess of tax cost over value)		(50,468,033)
Net unrealized depreciation on investments	\$	(43,387,149)

The difference between book and tax basis unrealized appreciation/(depreciation) for the Fund is primarily attributable to wash sales, income adjustments on income-only securities and grantor trusts.

The Fund recognizes the tax benefits of uncertain tax positions only where the position is "more likely than not" to be sustained assuming examination by tax authorities. 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 U.S. tax returns and state tax returns filed since inception of the Fund. No income tax returns are currently under examination. The tax years since 2018 remain subject to examination by the tax authorities in the United States. The Fund is 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 12 months.

#### 8. INVESTMENT TRANSACTIONS

Investment transactions for the six months ended December 31, 2024, excluding long term U.S. Government Obligations and short-term investments, were as follows:

 Purchases	Sales
\$161,439,667	\$101,541,527

Investment Transactions in long term U.S. Government Obligations for the six months ended December 31, 2024 were as follows:

	chases of ecurities	Proceeds from Sales of Securities
•	Journal	Occurrence
\$	_	\$ 46,490,350

#### 9. PREFERRED STOCK

At December 31, 2024, the Fund had issued and outstanding 2,400,000 shares of Series A Cumulative Perpetual Preferred Stock, listed under trading symbol OPPPRA on the NYSE, with a par value of \$0.0001 per share and a liquidation preference of \$25.00 per share plus accrued and unpaid dividends (whether or not declared), 2,400,000 shares of Series B Cumulative Perpetual Preferred Stock, listed under trading symbol OPPPRB on the NYSE, with a par value of \$0.0001 per share and a liquidation preference of \$25.00 per share plus accrued and unpaid dividends (whether or not declared) and

### Notes to Financial Statements

December 31, 2024 (Unaudited)

419,206 shares of Series C Term Preferred Stock, listed under trading symbol OPPPRC on the NYSE American, with a par value of \$0.0001 per share and a liquidation preference of \$10.00 per share plus accrued but unpaid dividends (whether or not declared). The Fund issued 2,400,000 shares of Series A Cumulative Perpetual Preferred Stock on October 23, 2020, 2,400,000 shares of Series B Cumulative Perpetual Preferred Stock on November 22, 2021 and 419,206 shares of Series C Term Preferred Stock on December 2, 2024. The Series A Cumulative Perpetual Preferred Stock is entitled to voting rights and a dividend at a rate of 4.375% per year, paid quarterly, based on the \$25.00 liquidation preference before the common stock is entitled to receive any dividends. The Series B Cumulative Perpetual Preferred Stock is entitled to voting rights and a dividend at a rate of 4.75% per year, paid quarterly, based on the \$25.00 liquidation preference before the common stock is entitled to receive any dividends. The Series C Term Preferred Stock is entitled to voting rights and a dividend at a rate of 6.00% per year, paid quarterly, based on the \$10.00 liquidation preference before the common stock is entitled to receive any dividends. The Series A Cumulative Perpetual Preferred Stock is generally not redeemable at the Fund's option prior to November 15, 2025, and is subject to mandatory redemption by the Fund in certain circumstances. The Series B Cumulative Perpetual Preferred Stock is generally not redeemable at the Fund's option prior to February 15, 2027, and is subject to mandatory redemption by the Fund in certain circumstances. The Series C Term Preferred Stock is not subject to optional redemption prior to December 1, 2027, unless the redemption is necessary, in the judgement of the board of Directors, to maintain the Fund's status as a RIC under Subchapter M of the IRC. On or after November 15, 2025, the Fund may redeem in whole, or from time to time in part, outstanding Series A Cumulative Perpetual Preferred Stock at a redemption price per share equal to the per share liquidation preference of \$25.00 per share, plus accumulated and unpaid dividends, if any, through the date of redemption. On or after February 15, 2027, the Fund may redeem in whole, or from time to time in part, outstanding Series B Cumulative Perpetual Preferred Stock at a redemption price per share equal to the per share liquidation preference of \$25.00 per share, plus accumulated and unpaid dividends, if any, through the date of redemption. On December 1, 2027, the Fund will redeem all outstanding Series C Term Preferred Stock at a redemption price per share equal to the per share liquidation preference of \$10.00 per share, plus accumulated and unpaid dividends and distributions, if any, through the date of redemption.

Series	First Redemption Date	Fixed Rate	Shares Outstanding	Aggregate Liquidation Preference	Estimated Fair Value
Series A	November 15, 2025	4.375%	2,400,000	\$ 60,000,000	\$ 42,024,000
Series B	February 15, 2027	4.750%	2,400,000	\$ 60,000,000	\$ 46,512,000
Series C	December 1, 2027	6.00%	419,206	\$ 4,192,060	\$4,225,596

#### 10. CAPITAL SHARE TRANSACTIONS

The Fund's authorized capital stock consists of 50,000,000 shares of common stock, \$0.0001 par value per share, all of which was initially classified as common shares. Under the rules of the NYSE applicable to listed companies, the Fund is required to hold an annual meeting of stockholders in each year.

On August 13-14, 2024, the Board approved rights offerings to participating shareholders of record who were allowed to subscribe for new common shares of the Fund (the "Primary Subscription"). Record date shareholders received one right for each Common Share held on record date ("Right").

## Notes to Financial Statements

December 31, 2024 (Unaudited)

For every six Rights held, a holder of the rights record date shareholder was entitled to buy two new common shares of the Fund and one new Series C Term Ppreferred share of the Fund. Record date shareholders who fully exercise their Rights in the Primary Subscription will bewere entitled to subscribe for additional Common Shares. The Fund issued new shares of common stock at a subscription price that represented 90% of the reported NAV on the expiration date of each rights offering. Offering costs were charged to paid-in-capital-upon the exercise of the rights.

On August 12-13, 2020, August 10-11, 2021 and August 9-10, 2022, respectively, the Board approved rights offerings to participating shareholders of record who were allowed to subscribe for new common shares of the Fund (the "Primary Subscription"). Record date shareholders received one right for each common share held on the Record Date ("Right"). For every three Rights held, a holder of the Rights was entitled to buy one new common share of the Fund. Record date shareholders who fully exercised all Rights initially issued to them in the Primary Subscription were entitled to buy those common shares that were not purchased by other record date shareholders. The Fund issued new shares of common stock at a subscription price that represented 92.5% to 97.5% of the reported NAV on the expiration date of each rights offering. Offering costs were charged to paid-incapital upon the exercise of the Rights.

The shares of common stock issued, subscription price, and offering costs for the rights offerings were as follows:

		Shares of		
		Common	Subscription	Offering
Record Date	Expiration Date	Stock Issued	Price	Costs
September 3, 2020	October 1, 2020	472,995	\$13.88	\$122,545
September 7, 2021	October 1, 2021	2,926,441	\$14.48	\$292,000
August 25, 2022	September 23, 2022	3,508,633	\$9.70	\$122,884
November 5, 2024	November 25, 2024	838,412	\$8.42	\$250,000

On April 7, 2021 and December 29, 2021, the Fund entered into a distribution agreement with ALPS Distributors, Inc. ("ADI"). Pursuant to the distribution agreement with ADI, the Fund may offer to sell up to 10,000,000 of the Fund's common stock from time to time through ADI.

The shares of common stock issued, gross proceeds from the sales of shares, and commissions to ADI were as follows:

	Year Ended	Shares of Common Stock Issued	Gross Proceeds	Commissions	Offering Costs	Net Proceeds
-	June 30, 2023	_	-	_	-	_
	June 30, 2024	-	-	_	-	-

The Fund has issued and outstanding 23,809,606 shares of common stock at December 31, 2024.

Additional shares of the Fund may be issued under certain circumstances, including pursuant to the Fund's Automatic Dividend Reinvestment Plan, as defined within the Fund's organizational documents. Additional information concerning the Automatic Dividend Reinvestment Plan is included within this report.

## Notes to Financial Statements

December 31, 2024 (Unaudited)

#### 11. INDEMNIFICATIONS

Under the Fund's organizational documents, its Officers and Directors are indemnified against certain liabilities arising out of the performance of their duties to the Fund. Additionally, in the normal course of business, the Fund enters into contracts with service providers that may contain general indemnification clauses. The Fund's maximum exposure under those arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred.

#### 12. SUBSEQUENT EVENTS

Subsequent to December 31, 2024, the Fund paid the following distributions:

Ex-Date	Record Date	Payable Date	Rate (per share)
January 15, 2025	January 15, 2025	January 31, 2025	\$0.0950
February 14, 2025	February 14, 2025	February 28, 2025	\$0.0950

On February 3, 2025, the Board declared Series A, Series B and Series C preferred stock dividend in the amount of \$0.27344, \$0.29688 and \$0.12500 per share, respectively, payable on February 14, 2025 to preferred shareholders of record on February 3, 2025 with an ex date of February 3, 2025.

The Fund has performed an evaluation of subsequent events through the date the financial statements were issued and has determined that no additional items require recognition or disclosure.

## Dividend Reinvestment Plan

December 31, 2024 (Unaudited)

The Fund has an automatic dividend reinvestment plan commonly referred to as an "opt-out" plan. Unless the registered owner of common shares elects to receive cash by contacting DST (the "Plan Administrator"), all dividends and distributions declared on common shares will be automatically reinvested by the Plan Administrator for shareholders in the Fund's Automatic Dividend Reinvestment Plan (the "Plan"), in additional common shares. Common shareholders who elect not to participate in the Plan will receive all dividends and other distributions in cash paid by check mailed directly to the shareholder of record (or, if the common shares are held in street or other nominee name, then to such nominee) by the Plan Administrator as dividend disbursing agent. Participation in the Plan is completely voluntary and may be terminated or resumed at any time without penalty by notice if received and processed by the Plan Administrator prior to the dividend record date; otherwise such termination or resumption will be effective with respect to any subsequently declared dividend or other distribution. Such notice will be effective with respect to a particular dividend or other distribution (together, a "Dividend"). Some brokers may automatically elect to receive cash on behalf of common shareholders and may re-invest that cash in additional common shares. Reinvested Dividends will increase the Fund's Managed Assets on which the management fee is payable to the Adviser (and by the Adviser to the Sub-Adviser).

Whenever the Fund declares a Dividend payable in cash, non-participants in the Plan will receive cash and participants in the Plan will receive the equivalent in common shares. The common shares will be acquired by the Plan Administrator for the participants' accounts, depending upon the circumstances described below, either (i) through receipt of additional unissued but authorized common shares from the Fund ("Newly Issued Common Shares") or (ii) by purchase of outstanding common shares on the open market ("Open-Market Purchases") on the NYSE or elsewhere. If, on the payment date for any Dividend, the closing market price plus estimated brokerage commissions per common share is equal to or greater than the NAV per common share, the Plan Administrator will invest the Dividend amount in Newly Issued common shares on behalf of the participants. The number of Newly Issued common shares to be credited to each participant's account will be determined by dividing the dollar amount of the Dividend by the Fund's NAV per common share on the payment date. If, on the payment date for any Dividend, the NAV per common share is greater than the closing market value plus estimated brokerage commissions (i.e., the Fund's common shares are trading at a discount), the Plan Administrator will invest the Dividend amount in common shares acquired on behalf of the participants in Open-Market Purchases.

In the event of a market discount on the payment date for any Dividend, the Plan Administrator will have until the last business day before the next date on which the common shares trade on an "exdividend" basis or 30 days after the payment date for such Dividend, whichever is sooner (the "Last Purchase Date"), to invest the Dividend amount in common shares acquired in Open-Market Purchases. It is contemplated that the Fund will pay monthly income Dividends. If, before the Plan Administrator has completed its Open-Market Purchases, the market price per common share exceeds the NAV per common share, the average per common share purchase price paid by the Plan Administrator may exceed the NAV of the common shares, resulting in the acquisition of fewer common shares than if the Dividend had been paid in Newly Issued common shares on the Dividend payment date. Because of the foregoing difficulty with respect to Open-Market Purchases, the Plan provides that if the Plan Administrator is unable to invest the full Dividend amount in Open-Market Purchases during the purchase period or if the market discount shifts to a market premium during the purchase period, the Plan Administrator may cease making Open-Market Purchases and may invest the uninvested portion of the Dividend amount in Newly Issued common shares at the NAV per common share at the close of business on the Last Purchase Date.

## Dividend Reinvestment Plan

December 31, 2024 (Unaudited)

The Plan Administrator maintains all shareholders' accounts in the Plan and furnishes written confirmation of all transactions in the accounts, including information needed by shareholders for tax records. Common shares in the account of each Plan participant will be held by the Plan Administrator on behalf of the Plan participant, and each shareholder proxy will include those shares purchased or received pursuant to the Plan. The Plan Administrator will forward all proxy solicitation materials to participants and vote proxies for shares held under the Plan in accordance with the instructions of the participants.

Beneficial owners of common shares who hold their common shares in the name of a broker or nominee should contact the broker or nominee to determine whether and how they may participate in the Plan. In the case of common shareholders such as banks, brokers or nominees which hold shares for others who are the beneficial owners, the Plan Administrator will administer the Plan on the basis of the number of common shares certified from time to time by the record shareholder's name and held for the account of beneficial owners who participate in the Plan.

There will be no brokerage charges with respect to common shares issued directly by the Fund. However, each participant will pay a pro rata share of brokerage commissions incurred in connection with Open-Market Purchases. The automatic reinvestment of Dividends will not relieve participants of any federal, state or local income tax that may be payable (or required to be withheld) on such Dividends, even though such participants have not received any cash with which to pay the resulting tax. Participants that request a sale of common shares through the Plan Administrator are subject to brokerage commissions.

The Fund reserves the right to amend or terminate the Plan. There is no direct service charge to participants with regard to purchases in the Plan; however, the Fund reserves the right to amend the Plan to include a service charge payable by the participants. All correspondence or questions concerning the Plan should be directed to the Plan Administrator at (844) 569-4750.

### Additional Information

December 31, 2024 (Unaudited)

#### PROXY VOTING GUIDELINES

A description of the policies and procedures that the Fund used to determine how to vote proxies relating to portfolio securities and information regarding how the Fund voted proxies during the most recent 12-month period ended June 30, are available without charge upon request by (1) calling the Fund at (888) 848-7569 and (2) from Form N-PX filed by the Fund with the SEC on the SEC's website at www.sec.gov.

#### PORTFOLIO HOLDINGS DISCLOSURE POLICY

The Fund files a complete schedule of investments with the SEC for the first and third quarter of the fiscal year on Part F of Form N-PORT. The Fund's first and third fiscal quarters end on September 30 and March 31. The Form N-PORT filing must be filed within 60 days of the end of the quarter. The Fund's Form N-PORT are available on the SEC's website at www.sec.gov. You may also obtain copies by calling the Fund at 1-888-848-7569.

#### STOCKHOLDER MEETING RESULTS

On September 19, 2024, the Fund held a Meeting of Stockholders to consider the proposals set forth below. The following votes were recorded:

Election of John K. Carter as a Director of the Fund to a three-year term to expire at the Fund's 2027 Annual Meeting of Stockholders or until his successor is duly elected and qualified.

	Shares Voted	% of Shares Voted
For	17,552,917	94.96%
Withheld	931,487	5.04%
Total	18,484,404	100.00%

Election of Lisa B. Mougin as a Director of the Fund to a three-year term to expire at the Fund's 2027 Annual Meeting of Stockholders or until her successor is duly elected and qualified.

	Shares Voted	% of Shares Voted
For	2,145,690	96.98%
Withheld	66,797	3.02%
Total	2,212,487	100.00%

# Consideration and Approval of Advisory and Sub-Advisory Agreements

December 31, 2024 (Unaudited)

#### **Consideration of the Advisory Agreement**

At a meeting (the "Meeting") of the Board of Directors (the "Board" or the "Directors") of the RiverNorth/DoubleLine Strategic Opportunity Fund, Inc. (the "Fund") held on November 12-13, 2024 and called expressly for that purpose, the Board, including a majority of the Directors who are not "interested persons" (as defined in the Investment Company Act of 1940, as amended) (the "Independent Directors"), considered the renewal of the advisory agreement between RiverNorth Capital Management, LLC (the "Adviser") and the Fund (the "Advisory Agreement"). In its consideration of the Advisory Agreement, the Board considered information and materials furnished by the Adviser in advance of and at the Meeting and was afforded the opportunity to request additional information and to ask questions of the Adviser to obtain information that it believed to be reasonably necessary to evaluate the terms of the Advisory Agreement. The Board received materials compiled by the Adviser and the Fund's administrator, including a copy of the Advisory Agreement, the Adviser's response to a questionnaire regarding the Adviser's profitability, organization, management and operations, a copy of the Adviser's Form ADV, the Adviser's audited financial statements, information regarding the Adviser's assets under management, an overview of the Fund's cumulative and annualized returns as compared to the Fund's benchmark, the Fund's fact sheet for the guarter ended September 30, 2024, a performance comparison of the Fund to other funds managed by the Adviser, information regarding the Adviser's compliance programs and a third-party comparison report regarding the Fund's performance and fees compared to benchmark indices and peer funds provided by FUSE Research Network, LLC ("FUSE"). The Board considered the following factors, among others, in reaching its determination to renew the Advisory Agreement: (i) the investment performance of the Fund and the investment performance of the Adviser, (ii) the nature, extent and quality of the services provided by the Adviser to the Fund, (iii) the experience and qualifications of the personnel providing such services, (iv) the costs of the services provided and the profits to be realized by the Adviser and any of its affiliates from the relationship with the Fund, (v) the extent to which economies of scale will be realized by the Fund as it grows, and (vi) whether the Fund's fee levels reflected the economies of scale to the benefit of the Fund's shareholders.

The Directors relied upon the advice of independent legal counsel and their own business judgment in determining the material factors to be considered in evaluating the Advisory Agreement and the weight to be given to each such factor. The Directors' conclusions were based on an evaluation of all of the information provided and were not the result of any one factor. Moreover, each Director may have afforded different weight to the various factors in reaching conclusions with respect to the Advisory Agreement. Although not meant to be all-inclusive, the following discussion summarizes the factors considered and conclusions reached by the Directors in determining to renew the Advisory Agreement at the Meeting and at the November 4, 2024 special meeting of the Board that was held to review and discuss the materials and information the Board requested from the Advisor related to the Advisory Agreement, including during executive sessions with their independent legal counsel.

#### Performance, Fees and Expenses

The Board reviewed the performance of the Fund for the three-month, one-year, three-year, five-year and since inception periods ended September 30, 2024. These returns were compared to the returns of Tactical-Flexible Allocation funds identified by FUSE (the "Performance Group"). The

# Consideration and Approval of Advisory and Sub-Advisory Agreements

December 31, 2024 (Unaudited)

Board considered the Fund's net asset value ("NAV") and market price returns relative to the returns for funds in the Performance Group, noting that on a NAV basis, the Fund had outperformed the median of the Performance Group for the three-month period ended September 30, 2024 and underperformed the median of its Performance Group for the one-year, three-year, five-year and since inception periods ended September 30, 2024. Using market price returns, the Board observed that the Fund had outperformed the median of its Performance Group for the three-month period ended September 30, 2024 and underperformed the median of its Performance Group for the one-year, three-year, five-year and since inception periods ended September 30, 2024. The Directors also noted that on a NAV basis, the Fund had outperformed its benchmark for the three-month, one-year, three-year, five-year and since inception periods ended September 30, 2024. The Directors also reviewed the Fund's performance relative to other funds managed by the Adviser. It was noted that the Adviser had indicated that the Performance Group is not entirely reflective of the Fund due to its unique investment strategy.

As to the comparative fees and expenses, the Directors considered the management and other fees paid by the Fund and compared those to the management and other fees paid by funds in FUSE's Tactical-Flexible Allocation fund peer group (the "Expense Group"). The Directors also noted the fact that the fee payable to DoubleLine Capital, LP (the "Sub-Adviser") is paid by the Adviser and not the Fund. The Board noted that the Fund's annual net expense ratio was higher than the Expense Group median. The Directors also reviewed total net and gross expense rankings against its peers calculated on the basis of each fund's average managed assets to mitigate the distortions caused by differing levels of leverage.

The Board noted that the annual management fee for the Fund was above the median paid by the Expense Group but within the range of the fees paid by the funds in the Expense Group. The Directors also reviewed the Fund's fees relative to other funds managed by the Adviser. The Board, including the Independent Directors, determined that the fees were reasonable given the nature of the Fund's unique investment strategy, the capabilities of the Adviser and the Sub-Adviser and the nature of the services provided to the Fund.

#### Nature, Extent and Quality of Services

As to the nature, extent and quality of the services provided by the Adviser to the Fund, the Board considered that under the terms of the Advisory Agreement, the Adviser, subject to the supervision of the Board, provides or arranges to be provided to the Fund such investment advice as the Adviser, in its discretion, deems advisable and furnishes or arranges to be furnished a continuous investment program for the Fund consistent with the Fund's investment objective and policies. The Board reviewed the Adviser's Form ADV, which was previously provided to the Board and that provided details regarding the experience of each of the Adviser's personnel. The Adviser also provided additional information regarding its experience managing other investment accounts. Based on the foregoing information, the Board, including the Independent Directors, concluded that the Adviser had provided quality services and would continue to do so for the Fund.

#### **Profitability and Other Benefits**

As to the cost of the services provided and the profits to be realized by the Adviser, the Board reviewed the Adviser's estimates of its profitability and its financial condition. The Board reviewed the Adviser's financial statements and noted the Adviser's financial condition is stable as income

# Consideration and Approval of Advisory and Sub-Advisory Agreements

December 31, 2024 (Unaudited)

from its asset management operations have contributed to higher revenues for the Adviser. The Board acknowledged the Adviser's management fees were comparable to those charged to other funds to which the Adviser provides advisory or sub-advisory services. It was noted that, when launching a closed-end fund, such as the Fund, the Adviser covers the underwriting costs, which is a significant investment. The Board, including the Independent Directors, determined that the Advisory Agreement, with respect to the Fund was not overly profitable to the Adviser and the financial condition of the Adviser was adequate.

The Board noted that the Adviser has no affiliations with the Fund's transfer agent, fund accountant, custodian, or distribution-related service providers utilized by the Fund and therefore does not derive any benefits from the relationships these parties may have with the Fund.

#### Conclusion

Having requested and received such information from the Adviser as the Board believed to be reasonably necessary to evaluate the terms of the Advisory Agreement, and as assisted by the advice of independent counsel, the Board, including the Independent Directors, concluded that renewal of the Advisory Agreement was in the best interests of the Fund and its shareholders.

#### Consideration of the Sub-Advisory Agreement

At the Meeting, the Board, including the Independent Directors, also considered the renewal of the sub-advisory agreement (the "Sub-Advisory Agreement") between the Adviser and Sub-Adviser. In its consideration of the Sub-Advisory Agreement, the Board considered information and materials furnished by the Adviser and the Sub-Adviser in advance of and at the Meeting and was afforded the opportunity to request additional information and to ask questions of the Adviser and Sub-Adviser to obtain information that it believed to be reasonably necessary to evaluate the terms of the Sub-Advisory Agreement. The Board received materials compiled by the Sub-Adviser and the Adviser, including a copy of the Sub-Advisory Agreement, the Sub-Adviser's response to a questionnaire regarding its profitability, management and operations, a copy of the Sub-Adviser's Form ADV, information regarding the Sub-Adviser's compliance programs and information regarding the performance of the Fund's benchmark indices and peer funds. The Board considered the following factors, among others, in reaching its determination to renew the Sub-Advisory Agreement: (i) the investment performance of the Fund and the investment performance of the Sub-Adviser, (ii) the nature, extent and quality of the services provided by the Sub-Adviser to the Fund, (iii) the experience and qualifications of the personnel providing such services, (iv) the costs of the services provided and the profits to be realized by the Sub-Adviser and any of its affiliates from the relationship with the Fund, (v) the extent to which economies of scale will be realized by the Fund as it grows, and (vi) whether the fee level of the Fund reflected the economies of scale to the benefit of the Fund's shareholders.

The Directors relied upon the advice of independent legal counsel and their own business judgment in determining the material factors to be considered in evaluating the Sub-Advisory Agreement and the weight to be given to each such factor. The Directors' conclusions were based on an evaluation of all of the information provided and were not the result of any one factor. Moreover, each Director may have afforded different weight to the various factors in reaching conclusions with respect to the Sub-Advisory Agreement. Although not meant to be all-inclusive, the following discussion

# Consideration and Approval of Advisory and Sub-Advisory Agreements

December 31, 2024 (Unaudited)

summarizes the factors considered and conclusions reached by the Directors in determining to renew the Sub-Advisory Agreement at the Meeting and at the November 4, 2024 special meeting of the Board that had been called to review and discuss the materials and information the Board had requested from the Sub-Adviser related to the Sub-Advisory Agreement.

#### Performance, Fees and Expenses

The Board reviewed the performance of the portion of the Fund managed by the Sub-Adviser. The Board recalled its deliberations regarding the Fund's performance while considering the renewal of the Advisory Agreement.

As to the comparative fees and expenses, the Board considered the management fee paid by the Fund to the Adviser and noted that the Adviser pays the Sub-Adviser from its fee, which the Board had previously determined was reasonable. The Board also compared the sub-advisory fee paid by the Adviser to the Sub-Adviser against the fees the Sub-Adviser charges other clients to manage similar strategies.

#### Nature, Extent and Quality of Services

As to the nature, extent and quality of the services provided by the Sub-Adviser, the Board considered that under the terms of the Sub-Advisory Agreement, the Sub-Adviser, subject to the supervision of the Board, provides to the Fund such investment advice as the Sub-Adviser, in its discretion, deems advisable and furnishes or arranges to be furnished a continuous investment program for the Fund consistent with the Fund's investment objective and policies. The Board reviewed the Form ADV of the Sub-Adviser, which provided details regarding the experience of the Sub-Adviser's investment personnel. The Sub-Adviser also provided additional information regarding its operations and experience managing other investment accounts. Based on the foregoing information, the Board, including the Independent Directors, concluded that the Sub-Adviser had provided quality services and would continue to do so for the Fund.

#### **Profitability and Other Benefits**

As to the cost of the services provided and the profits to be realized by the Sub-Adviser, the Board reviewed the Sub-Adviser's financial condition. The Board noted that the financial condition of the Sub-Adviser was stable. The Board, including the Independent Directors determined that the Sub-Advisory Agreement and the compensation to the Sub-Adviser was reasonable and the financial condition of the Sub-Adviser was adequate. The Board noted that the Sub-Adviser had no affiliations with the Fund's transfer agent, fund accountant, custodian, or distribution-related service providers and therefore does not derive any benefits from the relationships these parties may have with the Fund.

#### Conclusion

Having requested and received such information from the Adviser and Sub-Adviser as the Board believed to be reasonably necessary to evaluate the terms of the Sub-Advisory Agreement, and as assisted by the advice of independent counsel, the Board, including the Independent Directors, concluded that renewal of the Sub-Advisory Agreement was in the best interests of the Fund and its shareholders.

#### **Board of Directors**

Patrick W. Galley, CFA, Chairman John K. Carter J. Wayne Hutchens David M. Swanson Jerry R. Raio Lisa B. Mougin

#### **Investment Adviser**

RiverNorth Capital Management, LLC

#### **Sub Adviser**

DoubleLine Capital LP

#### **Fund Administrator**

ALPS Fund Services, Inc.

# Transfer Agent and Dividend Disbursing Agent

DST Systems, Inc.

#### Custodian

State Street Bank and Trust Company Millennium Trust Company, LLC

> Independent Registered Public Accounting Firm KPMG LLP

# RIVERNORTH

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Secondary market support provided to the Fund by ALPS Fund Services, Inc.'s affiliate ALPS Distributors, Inc., a FINRA member.

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