

# PIA Funds

Dear Shareholder:

We are pleased to provide you with this annual report for the period ended November 30, 2008 regarding the following series of the PIA Mutual Funds for which Pacific Income Advisers is the adviser: the BBB Bond Fund and the MBS Bond Fund.

Economic growth slowed dramatically with reported third quarter Gross Domestic Product (GDP) down -0.5% making the year over year total through September a weak +0.7%. This number compares to a year over year September 2007 GDP figure of +2.8%. The housing sector and consumer spending were the major contributors to this weakness. The Federal Reserve continued their easier monetary policy initiated in September 2007 when the Fed Funds rate was 4.5%. The Fed Funds rate was lowered during the period to 1%. Due to this economic weakness, yields fell on 6-month treasury bills by 293 basis points (bp) while yields on 5-year treasuries and 30-year treasuries declined by 146 and 94 bp, respectively.

We believe that the PIA BBB Bond Fund and the MBS Bond Fund provide our clients with a means of investing in a broadly diversified portfolio of BBB rated bonds or agency mortgage-backed bonds. PIA pays all expenses incurred by each Fund so our clients incur no additional expense relative to their investment in the Funds.

## **PIA BBB Bond Fund**

The return of the BBB Fund for the twelve month period ending November 30 was a negative -13.58% compared to the Barclays Capital U.S. Baa Bond Index return of -13.59%. Economic weakness, volatility and other factors caused interest rate spreads on Baa rated corporate bonds over treasuries to widen significantly during the period...from 234 basis points to 750 basis points. The Fund's return approximated the benchmark index due to a strategy having a broad diversification of BBB issuers, industry sectors and range of maturities. The bonds held in the Fund represent close to one hundred different issuers.

## **PIA MBS Bond Fund**

The return of the MBS Fund for the period ending November 30 was 6.64% compared to the Barclays Capital U.S. MBS Fixed Rate Index return of 6.94%. The Fund's return approximated the benchmark index due to broad diversification of coupon and sector selection. Increased volatility led to a modestly lower rate of return.

Please take a moment to review your Fund(s)' statement of assets and the results of operations for the twelve month period ended November 30. We look forward to reporting to you again with the semi-annual report dated May 2009.



Lloyd McAdams  
Chairman of the Board  
Pacific Income Advisers

*Please refer to the following page for important disclosure information.*

# PIA Funds

**Past performance is not a guarantee of future results.**

Opinions expressed above are those of the adviser and are subject to change, are not guaranteed and should not be considered recommendations to buy or sell any security.

*Must be preceded or accompanied by a prospectus.*

**Mutual Fund investing involves risk. Principal loss is possible. Investments in debt securities typically decrease in value when interest rates rise. This risk is usually greater for longer-term debt securities. Investments in Asset-Backed and Mortgage-Backed Securities include additional risks that investors should be aware of such as credit risk, prepayment risk, possible illiquidity and default, as well as increased susceptibility to adverse economic developments.**

The Barclays Capital U.S. Baa Bond Index, formerly known as the Lehman Brothers U.S. Baa Credit Index, is an unmanaged index consisting of bonds rated Baa. The issues must be publicly traded and meet certain maturity and issue size requirements. Bonds are represented by the Industrial, Utility, Finance and non-corporate sectors. Non-corporate sectors include sovereign, supranational, foreign agency and foreign local government issuers. The Barclays Capital U.S. MBS Fixed Rate Index (The MBS Index), formerly known as the Lehman Brothers U.S. MBS Fixed Rate Index, is an unmanaged index that covers the mortgage-backed pass-through securities of Ginnie Mae (GNMA), Fannie Mae (FNMA) and Freddie Mac (FHLMC). The MBS Index is formed by grouping the universe of over 600,000 individual fixed rate MBS pools into approximately 3,500 generic aggregates. Each aggregate is a proxy for the outstanding pools for a given agency, program, issue year and coupon. The index maturity and liquidity criteria are then applied to these aggregates to determine which qualify for inclusion in the index. About 600 of these generic aggregates meet the criteria. You cannot invest directly in an index. Basis point equals 1/100th of 1%.

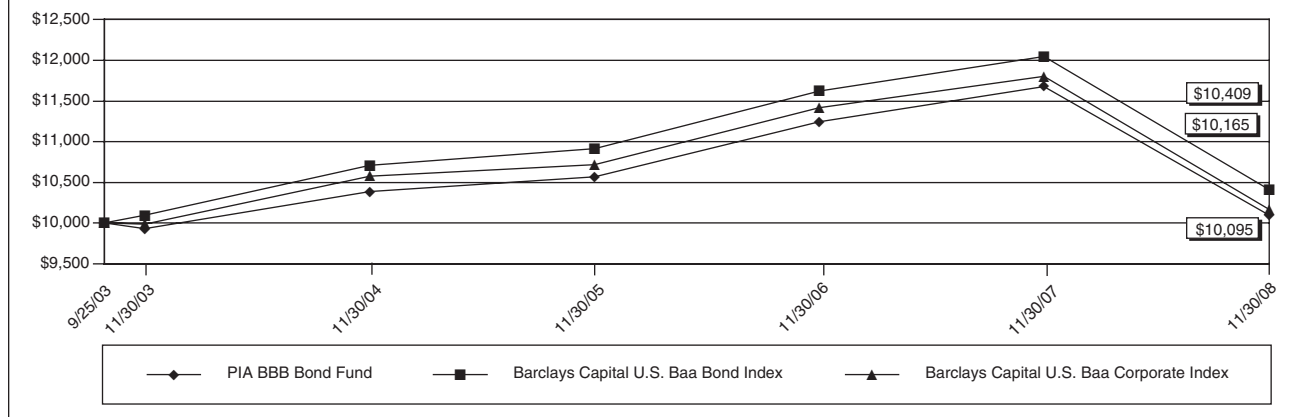
Fund holdings and sector allocations are subject to change at any time and are not recommendations to buy or sell any security. Investment performance reflects fee waivers in effect. In the absence of such waivers, total return would be reduced.

Quasar Distributors, LLC, Distributor 1/09

# PIA Funds

## PIA BBB BOND FUND

Comparison of the change in value of a \$10,000 investment in the PIA BBB Bond Fund vs the Barclays Capital U.S. Baa Bond Index and the Barclays Capital U.S. Baa Corporate Index



### Average Annual Total Return\*

	1 Year	5 Years	Since Inception**
PIA BBB Bond Fund	-13.58%	0.33%	0.18%
Barclays Capital U.S. Baa Bond Index	-13.59%	0.61%	0.78%
Barclays Capital U.S. Baa Corporate Index	-13.88%	0.35%	0.32%

Total Annual Fund Operating Expenses – 0.60%

*Performance data quoted represents past performance; past performance does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance of the Fund may be lower or higher than the performance quoted. Performance data current to the most recent month end may be obtained by calling 1-800-251-1970.*

This chart illustrates the performance of a hypothetical \$10,000 investment made in the Fund on its inception date, September 25, 2003. Returns reflect the reinvestment of dividends and capital gain distributions. Fee waivers are in effect. In the absence of fee waivers, returns would be reduced. The performance data and graph do not reflect the deduction of taxes that a shareholder may pay on dividends, capital gain distributions, or redemption of Fund shares. This chart does not imply any future performance.

\*\* The Fund was invested primarily in U.S. Treasury securities on the inception date in September 2003 following a \$200,000 investment by the Adviser (Pacific Income Advisers – PIA). The Fund remained invested primarily in U.S. Treasury securities until mid January 2004 when PIA clients commenced investing in the Fund. At that time, the Fund began investing in BBB rated bonds. U.S. Treasury securities held in the Fund provided a lower return than BBB rated bonds for the period from inception to January 13, 2004 (1.62% for the Fund compared to 3.95% for the Barclays Capital U.S. Baa Bond Index) as Baa spreads over Treasuries narrowed from 166 basis points to 136 basis points.

## PIA Funds

Effective November 3, 2008 the Lehman Brothers U.S. Baa Credit Index was renamed the Barclays Capital U.S. Baa Bond Index and the Lehman Brothers Baa Corporate Index was renamed the Barclays Capital U.S. Baa Corporate Index.

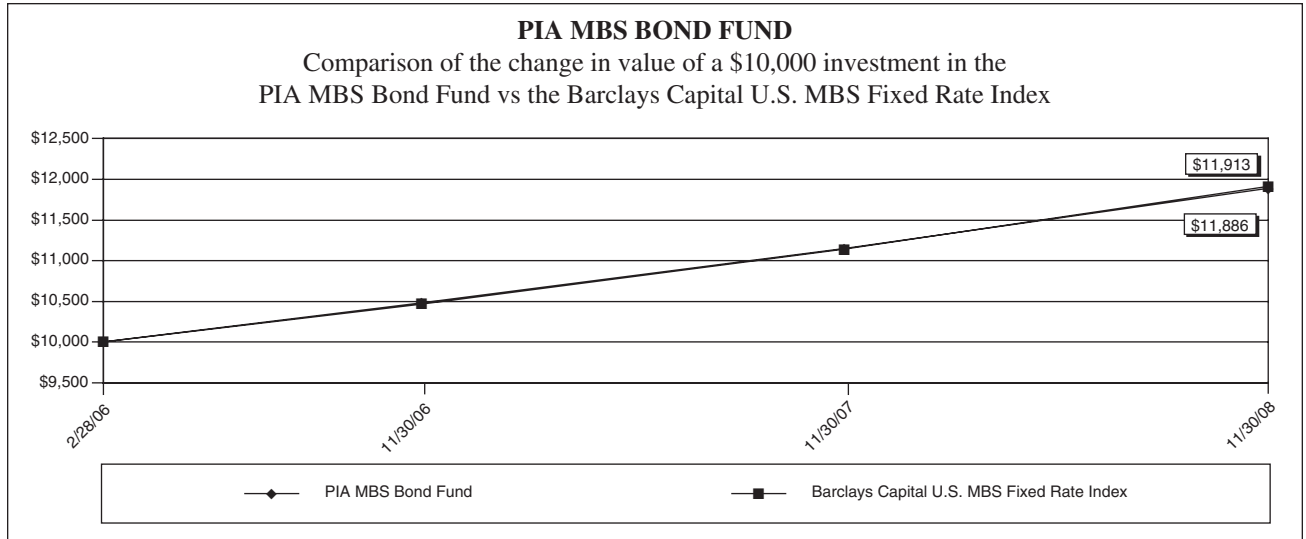
The Barclays Capital U.S. Baa Bond Index includes both corporate and non-corporate sectors. The corporate sectors are Industrial, Utility and Finance, which include both U.S. and non-U.S. corporations. The non-corporate sectors are Sovereign, Supranational, Foreign Agency and Foreign Local Government. The securities must be rated Baa/BBB by at least two of the following ratings agencies: Moody's, S&P, and Fitch. If only two of the three agencies rate the security, the lower rating is used to determine index eligibility. If only one of the three agencies rates a security, the rating must be investment grade. The securities must be fixed rate, although they can carry a coupon that steps up or changes according to a predetermined schedule, and they must be dollar-denominated and non-convertible.

The Barclays Capital U.S. Baa Corporate Index includes only corporate sectors. The corporate sectors are Industrial, Utility and Finance, which include both U.S. and non-U.S. corporations. The securities must be rated Baa/BBB by at least two of the following ratings agencies: Moody's, S&P, and Fitch. If only two of the three agencies rate the security, the lower rating is used to determine index eligibility. If only one of the three agencies rates a security, the rating must be investment grade. The securities must be fixed rate, although they can carry a coupon that steps up or changes according to a predetermined schedule, and they must be dollar-denominated and non-convertible.

Indices do not incur expenses and are not available for investment.

- \* Average Annual Total Return represents the average change in account value over the periods indicated.
- \*\* The since inception returns for the Fund and the Barclays Capital U.S. Baa Bond Index are from September 25, 2003 through November 30, 2008. The since inception return for the Barclays Capital U.S. Baa Corporate Index is from September 30, 2003 through November 30, 2008.

# PIA Funds



## Average Annual Total Return\*

	<u>1 Year</u>	<u>Since Inception</u>
PIA MBS Bond Fund	6.64%	6.48%
Barclays Capital U.S. MBS Fixed Rate Index	6.94%	6.57%
Total Annual Fund Operating Expenses - 0.58%		

*Performance data quoted represents past performance; past performance does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance of the Fund may be lower or higher than the performance quoted. Performance data current to the most recent month end may be obtained by calling 1-800-251-1970.*

This chart illustrates the performance of a hypothetical \$10,000 investment made in the Fund on its inception date, February 28, 2006. Returns reflect the reinvestment of dividends and capital gain distributions. Fee waivers are in effect. In the absence of fee waivers, returns would be reduced. The performance data and graph do not reflect the deduction of taxes that a shareholder may pay on dividends, capital gain distributions, or redemption of Fund shares. This chart does not imply any future performance.

Effective November 3, 2008 the Lehman Brothers U.S. MBS Fixed Rate Index was renamed the Barclays Capital U.S. MBS Fixed Rate Index. The Barclays Capital U.S. MBS Fixed Rate Index is an unmanaged index that covers the mortgage-backed pass-through securities of Ginnie Mae (GNMA), Fannie Mae (FNMA) and Freddie Mac (FHLMC). The index is formed by grouping the universe of over 600,000 individual fixed rate MBS pools into approximately 3,500 generic aggregates. Each aggregate is a proxy for the outstanding pools for a given agency, program, issue year and coupon. The index maturity and liquidity criteria are then applied to these aggregates to determine which qualify for inclusion in the index. About 600 of these generic aggregates meet the criteria.

Indices do not incur expenses and are not available for investment.

\* Average Annual Total Return represents the average change in account value over the periods indicated.

# PIA Funds

Expense Example – November 30, 2008  
(Unaudited)

As a shareholder of a mutual fund, you incur two types of costs: (1) transaction costs, including sales charges (loads) on purchase payments, redemption fees, and exchange fees, and (2) ongoing costs, including management fees, distribution and/or service fees, and other fund expenses. This Example is intended to help you understand your ongoing costs (in dollars) of investing in the PIA Funds and to compare these costs with the ongoing costs of investing in other mutual funds. The Example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period (6/1/08 – 11/30/08).

## Actual Expenses

The first line of the tables below provides information about actual account values and actual expenses, with actual net expenses being limited to 0.00% per the advisory agreements for the PIA BBB Bond Fund and the PIA MBS Bond Fund. Although the Funds charge no sales loads or transaction fees, you will be assessed fees for outgoing wire transfers, returned checks, and stop payment orders at prevailing rates charged by U.S. Bancorp Fund Services, LLC, the Funds' transfer agent. The example below includes, but is not limited to, fund accounting, custody and transfer agent fees. You may use the information in the first line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

## Hypothetical Example for Comparison Purposes

The second line of the tables below provides information about hypothetical account values and hypothetical expenses based on the Funds' actual expense ratios and an assumed rate of return of 5% per year before expenses, which is different from the Funds' actual returns. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Funds and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs, such as sales charges (loads), redemption fees, or exchange fees. Therefore, the second line of the tables is useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transaction costs were included, your costs would have been higher.

	<b>Beginning Account Value 6/1/08</b>	<b>Ending Account Value 11/30/08</b>	<b>Expenses Paid During Period 6/1/08 – 11/30/08*</b>
<b>PIA BBB Bond Fund</b>			
Actual	\$1,000.00	\$ 867.30	\$0.00
Hypothetical (5% return before expenses)	\$1,000.00	\$1,025.00	\$0.00
<b>PIA MBS Bond Fund</b>			
Actual	\$1,000.00	\$1,045.60	\$0.00
Hypothetical (5% return before expenses)	\$1,000.00	\$1,025.00	\$0.00

\* Expenses are equal to the Funds' annualized expense ratios of 0.00%, multiplied by the average account value over the period, multiplied by 183 (days in most recent fiscal half-year) / 366 days to reflect the one-half year expense.

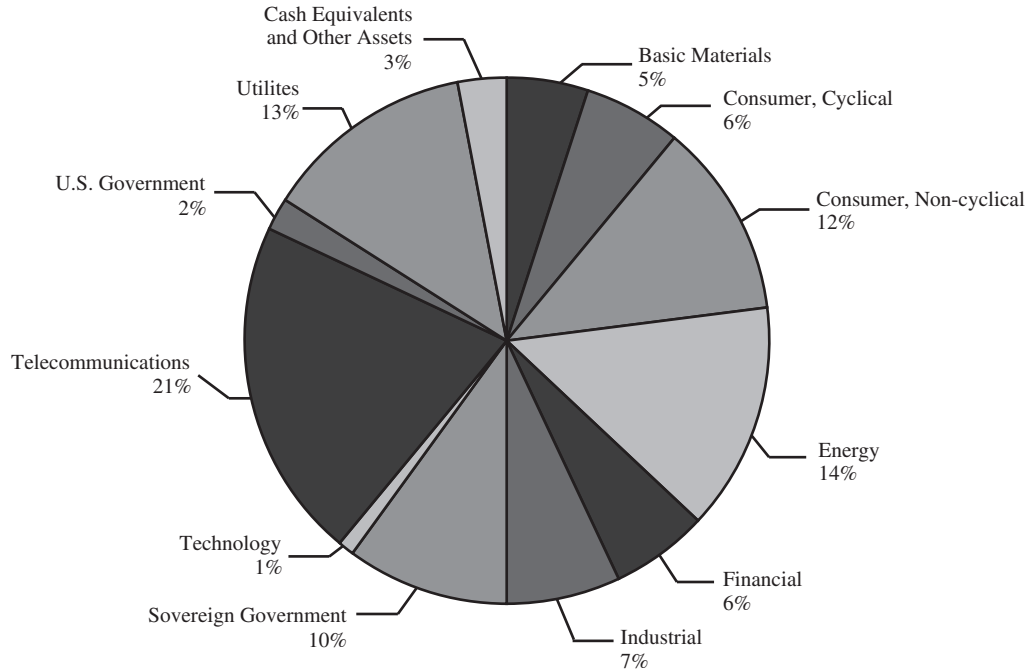
# PIA Funds

## PIA BBB BOND FUND

Allocation of Portfolio Assets – November 30, 2008  
(Unaudited)

### Investments by Sector

As a Percentage of Net Assets



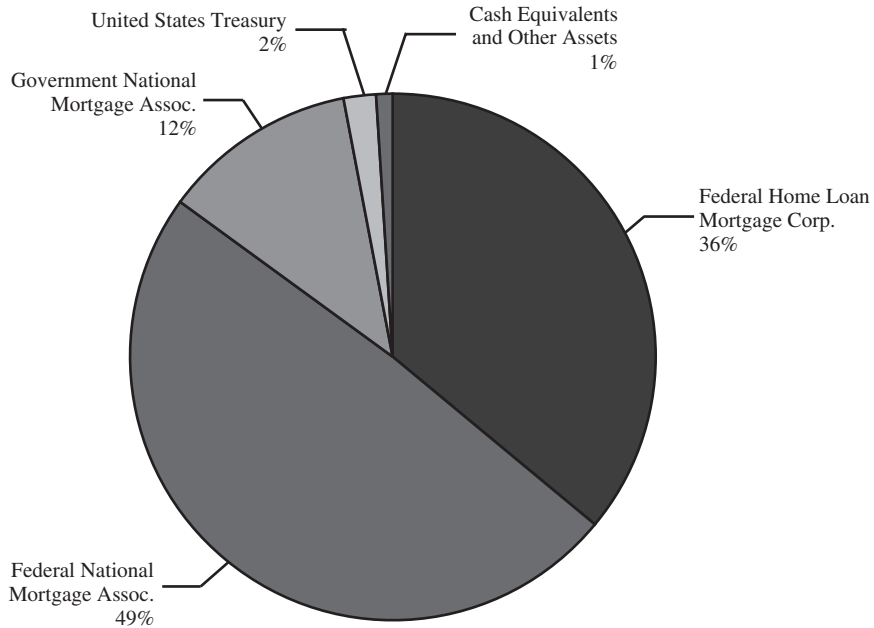
# PIA Funds

## PIA MBS BOND FUND

*Allocation of Portfolio Assets – November 30, 2008  
(Unaudited)*

### Investments by Issuer

As a Percentage of Net Assets



# PIA Funds

## PIA BBB BOND FUND

*Schedule of Investments – November 30, 2008*

Principal Amount	Value
<b>CORPORATE BONDS &amp; NOTES 94.4%</b>	
<b>Aerospace/Defense 0.6%</b>	
Northrup Grumman Corp.	
\$ 870,000 7.75%, due 2/15/31 .....	\$ 949,272
<b>Agricultural Chemicals 0.5%</b>	
Potash Corporation of Saskatchewan	
1,000,000 5.875%, due 12/1/36 .....	788,921
<b>Appliances 1.0%</b>	
Whirlpool Corp.	
1,900,000 5.50%, due 3/1/13 .....	1,631,785
<b>Banks 0.2%</b>	
Capital One Financial Corp.	
500,000 6.15%, due 9/1/16 .....	332,828
<b>Beverages 0.7%</b>	
Anheuser-Busch Companies, Inc.	
1,000,000 5.50%, due 1/15/18 .....	876,439
350,000 6.45%, due 9/1/37 .....	286,748
	<u>1,163,187</u>
<b>Building Materials 0.6%</b>	
Masco Corp.	
1,500,000 5.85%, due 3/15/17 .....	1,027,779
<b>Construction 0.7%</b>	
CRH America, Inc.	
1,800,000 6.00%, due 9/30/16 .....	1,212,235
<b>Consumer Products 1.0%</b>	
Clorox Co.	
1,900,000 5.95%, due 10/15/17 .....	1,707,560
<b>Diversified Financial Services 0.6%</b>	
Block Financial LLC	
1,000,000 7.875%, due 1/15/13 .....	933,821
<b>Diversified Manufacturing 0.7%</b>	
Ingersoll-Rand Global Holding Company Ltd.	
500,000 6.875%, due 8/15/18 .....	458,208

Principal Amount	Value
<b>Diversified Manufacturing 0.7% (continued)</b>	
Tyco Electronics Group SA	
\$ 500,000 6.00%, due 10/1/12 .....	\$ 467,092
Tyco International Group SA	
300,000 6.00%, due 11/15/13 .....	260,048
	<u>1,185,348</u>
<b>Electric Utilities 12.3%</b>	
Arizona Public Service Co.	
1,705,000 5.80%, due 6/30/14 .....	1,424,323
CenterPoint Energy	
1,075,000 7.75%, due 2/15/11 .....	992,324
Constellation Energy Group	
700,000 7.00%, due 4/1/12 .....	677,285
Consumers Energy	
1,750,000 5.50%, due 8/15/16 .....	1,577,326
Dominion Resources, Inc.	
2,100,000 5.15%, due 7/15/15 .....	1,827,296
DTE Energy Co.	
1,850,000 7.05%, due 6/1/11 .....	1,834,367
Exelon Corp.	
1,600,000 6.75%, due 5/1/11 .....	1,535,694
650,000 5.625%, due 6/15/35 .....	378,181
FirstEnergy Corp.	
1,075,000 6.45%, due 11/15/11 .....	1,009,816
525,000 7.375%, due 11/15/31 .....	432,836
Indiana Michigan Power	
900,000 6.05%, due 3/15/37 .....	693,943
MidAmerican Energy Holdings Co.	
1,950,000 6.125%, due 4/1/36 .....	1,550,225
NiSource Finance Corp.	
950,000 5.40%, due 7/15/14 .....	738,349
Oncor Electric Delivery	
250,000 7.00%, due 5/1/32 .....	205,056
PPL Energy Supply, LLC	
1,150,000 6.40%, due 11/1/11 .....	1,120,944
Progress Energy, Inc.	
1,716,000 7.10%, due 3/1/11 .....	1,707,798
PSEG Power, LLC	
1,600,000 7.75%, due 4/15/11 .....	1,624,614

The accompanying notes are an integral part of these financial statements.

# PIA Funds

## PIA BBB BOND FUND

*Schedule of Investments – November 30, 2008 (continued)*

Principal Amount	Value
<b>Electric Utilities 12.3% (continued)</b>	
Puget Sound Energy, Inc.	
\$1,375,000 6.274%, due 3/15/37 .....	\$ 1,100,419
	<u>20,430,796</u>
<b>Electronic Parts 0.9%</b>	
Avnet, Inc.	
1,800,000 5.875%, due 3/15/14 .....	<u>1,485,121</u>
<b>Finance 1.6%</b>	
American General Finance Corp.	
2,000,000 5.375%, due 10/1/12 .....	825,438
SLM Corp.	
1,550,000 4.50%, due 7/26/10 .....	1,306,845
700,000 5.375%, due 5/15/14 .....	492,403
	<u>2,624,686</u>
<b>Food 4.9%</b>	
ConAgra Foods, Inc.	
500,000 7.875%, due 9/15/10 .....	507,897
General Mills, Inc.	
1,000,000 6.00%, due 2/15/12 .....	1,010,203
Kraft Foods, Inc.	
1,100,000 6.25%, due 6/1/12 .....	1,092,738
1,575,000 6.50%, due 8/11/17 .....	1,501,068
1,100,000 6.875%, due 2/1/38 .....	966,969
Kroger Co.	
1,150,000 6.20%, due 6/15/12 .....	1,150,635
350,000 6.15%, due 1/15/20 .....	313,902
Safeway, Inc.	
950,000 6.50%, due 3/1/11 .....	935,227
700,000 6.35%, due 8/15/17 .....	652,123
	<u>8,130,762</u>
<b>Forest Products &amp; Paper 1.2%</b>	
International Paper Co.	
1,800,000 7.95%, due 6/15/18 .....	1,415,039
Weyerhaeuser Co.	
250,000 6.75%, due 3/15/12 .....	214,450
425,000 7.375%, due 3/15/32 .....	283,537
	<u>1,913,026</u>

Principal Amount	Value
<b>Health Care 2.3%</b>	
Hospira, Inc.	
\$1,675,000 5.55%, due 3/30/12 .....	\$ 1,557,100
Humana Inc.	
600,000 7.20%, due 6/15/18 .....	493,911
McKesson Corp.	
1,800,000 5.25%, due 3/1/13 .....	1,689,282
	<u>3,740,293</u>
<b>Hotels 0.9%</b>	
Marriott International, Inc.	
1,900,000 5.625%, due 2/15/13 .....	<u>1,466,519</u>
<b>Insurance 1.3%</b>	
CIGNA Corp.	
900,000 6.35%, due 3/15/18 .....	692,976
Marsh & McLennan Cos., Inc.	
800,000 5.75%, due 9/15/15 .....	712,839
MetLife, Inc.	
625,000 6.40%, due 12/15/36 .....	338,059
Willis North America Inc.	
500,000 6.20%, due 3/28/17 .....	365,643
	<u>2,109,517</u>
<b>Media 12.5%</b>	
CBS Corp.	
1,175,000 7.70%, due 7/30/10 .....	1,099,365
300,000 7.875%, due 7/30/30 .....	193,939
Comcast Cable Communications, Inc.	
2,550,000 8.375%, due 3/15/13 .....	2,549,281
Comcast Corp.	
2,100,000 6.50%, due 1/15/17 .....	1,898,179
2,300,000 7.05%, due 3/15/33 .....	1,974,191
Cox Communications, Inc.	
1,625,000 7.125%, due 10/1/12 .....	1,543,992
News America, Inc.	
2,400,000 6.20%, due 12/15/34 .....	1,823,851

The accompanying notes are an integral part of these financial statements.



# PIA Funds

## PIA BBB BOND FUND

*Schedule of Investments – November 30, 2008 (continued)*

Principal Amount	Value	Principal Amount	Value
<b>Oil &amp; Gas 11.3% (continued)</b>		<b>Real Estate Investment Trusts 1.6% (continued)</b>	
			Health Care Properties
\$1,300,000	6.00%, due 3/15/18 . . . . . \$ 1,152,844	\$ 500,000	6.00%, due 1/30/17 . . . . . \$ 282,809
500,000	6.80%, due 3/15/38 . . . . . 426,148		Healthcare Realty Trust
	Valero Energy Corp.	700,000	5.125%, due 4/1/14 . . . . . 488,320
500,000	6.875%, due 4/15/12 . . . . . 489,803		Hospitality Properties Trust
500,000	6.625%, due 6/15/37 . . . . . 375,718	250,000	5.625%, due 3/15/17 . . . . . 128,242
	Weatherford International Ltd.		ProLogis
750,000	6.50%, due 8/1/36 . . . . . 543,761	800,000	5.75%, due 4/1/16 . . . . . 313,963
	XTO Energy, Inc.		2,712,825
1,300,000	5.00%, due 1/31/15 . . . . . 1,136,030	<b>Retail 4.3%</b>	
750,000	6.375%, due 6/15/38 . . . . . 586,743		CVS/Caremark Corp.
	18,731,940	1,800,000	5.75%, due 6/1/17 . . . . . 1,565,289
<b>Pharmaceuticals 0.6%</b>			Home Depot, Inc.
	Schering-Plough Corp.	2,400,000	5.25%, due 12/16/13 . . . . . 2,087,678
1,150,000	6.55%, due 9/15/37 . . . . . 1,018,234	350,000	5.875%, due 12/16/36 . . . . . 226,925
<b>Pipelines 2.9%</b>			J.C. Penney Co., Inc.
	ONEOK, Inc.	1,025,000	8.00%, due 3/1/10 . . . . . 928,298
1,600,000	5.20%, due 6/15/15 . . . . . 1,361,638	525,000	6.375%, due 10/15/36 . . . . . 320,830
	ONEOK Partners, LP		Limited Brands, Inc.
350,000	5.90%, due 4/1/12 . . . . . 333,465	1,000,000	6.90%, due 7/15/17 . . . . . 573,006
	Tennessee Gas Pipeline		Macy's Retail Holdings, Inc.
800,000	7.50%, due 4/1/17 . . . . . 685,983	1,500,000	5.35%, due 3/15/12 . . . . . 1,051,331
500,000	7.00%, due 10/15/28 . . . . . 360,666	650,000	6.375%, due 3/15/37 . . . . . 341,810
	Texas Eastern Transmission Corp.		7,095,167
950,000	7.00%, due 7/15/32 . . . . . 806,126	<b>Sovereign 9.8%</b>	
	Williams Companies, Inc.		Federal Republic of Brazil
500,000	7.125%, due 9/1/11 . . . . . 432,757	2,850,000	11.00%, due 1/11/12 . . . . . 3,234,750
1,100,000	8.75%, due 3/15/32 . . . . . 804,607	2,775,000	6.00%, due 1/17/17 . . . . . 2,539,125
	4,785,242	3,500,000	7.125%, due 1/20/37 . . . . . 3,272,500
<b>Real Estate Investment Trusts 1.6%</b>			Republic of Peru
	Avalonbay Communities	600,000	8.375%, due 5/3/16 . . . . . 616,500
350,000	5.50%, due 1/15/12 . . . . . 282,407	1,000,000	6.55%, due 3/14/37 . . . . . 790,000
	Boston Properties, LP		United Mexican States
300,000	6.25%, due 1/15/13 . . . . . 236,645	800,000	8.375%, due 1/14/11 . . . . . 866,000
	Camden Property Trust	2,550,000	5.875%, due 1/15/14 . . . . . 2,435,250
550,000	5.70%, due 5/15/17 . . . . . 259,535	2,708,000	6.75%, due 9/27/34 . . . . . 2,437,200
	ERP Operating LP		16,191,325
1,000,000	5.25%, due 9/15/14 . . . . . 720,904		

The accompanying notes are an integral part of these financial statements.



**PIA Funds**  
**PIA BBB BOND FUND**

*Schedule of Investments – November 30, 2008 (continued)*

Shares	Value
<b>SHORT-TERM INVESTMENTS 1.1%</b>	
1,864,131 AIM STIT -	
Treasury Portfolio . . . . .	\$ 1,864,131
<b>Total Short-Term Investments</b>	
(cost \$1,864,131) . . . . .	<u><b>1,864,131</b></u>
<b>Total Investments</b>	
(cost \$193,468,419) . . . . .	<b>97.7% 161,620,129</b>
<b>Other Assets less Liabilities . . . . .</b>	<b>2.3% <u>3,732,192</u></b>
<b>TOTAL NET ASSETS . . . . .</b>	<b>100.0% <u><u>\$165,352,321</u></u></b>

The accompanying notes are an integral part of these financial statements.

# PIA Funds

## PIA MBS BOND FUND

*Schedule of Investments – November 30, 2008*

Principal Amount	Value	Principal Amount	Value
<b>MORTGAGE-BACKED SECURITIES 96.5%</b>		<b>U.S. Government Agencies 96.5% (continued)</b>	
<b>U.S. Government Agencies 96.5%</b>		<b>FHLMC Pool (continued)</b>	
FHLMC Pool		\$ 718,080	7.00%, due 9/1/37, #G03207 .. \$ 742,301
\$ 292,121	4.50%, due 5/1/20, #G18052 .. \$ 291,965	400,531	6.50%, due 11/1/37, #A68726 . 412,601
331,370	4.50%, due 3/1/21, #G18119 .. 330,675	601,408	5.50%, due 5/1/38, #A77265 .. 610,704
319,569	5.00%, due 3/1/21, #G18105 .. 322,893	1,029,787	5.50%, due 5/1/38, #G04215 .. 1,045,705
361,240	4.50%, due 5/1/21, #J01723 ... 360,482	<b>FNMA Pool</b>	
305,126	6.00%, due 6/1/21, #G18124 .. 311,269	301,658	4.50%, due 10/1/20, #842732 .. 302,439
839,433	4.50%, due 9/1/21, #G12378 .. 838,984	521,618	4.50%, due 12/1/20, #813954 .. 522,969
445,045	5.00%, due 11/1/21, #G18160 . 449,675	271,942	4.50%, due 2/1/21, #845437 ... 272,647
294,175	5.00%, due 2/1/22, #G12522 .. 297,235	409,566	5.00%, due 2/1/21, #865191 ... 415,171
463,895	5.00%, due 2/1/22, #J04411 ... 468,549	217,400	5.00%, due 5/1/21, #879112 ... 220,137
1,015,490	5.50%, due 3/1/22, #G12577 .. 1,032,106	608,340	4.50%, due 7/1/21, #845515 ... 608,964
499,233	5.00%, due 7/1/22, #J05243 ... 504,241	336,279	5.50%, due 10/1/21, #905090 .. 342,727
42,586	5.50%, due 5/1/35, #B31639 .. 43,258	402,401	5.00%, due 2/1/22, #900946 ... 407,466
1,191,219	5.00%, due 8/1/35, #A36351 .. 1,199,063	588,165	6.00%, due 2/1/22, #912522 ... 601,583
1,021,837	5.00%, due 10/1/35, #G01940 . 1,028,566	901,584	5.00%, due 6/1/22, #937709 ... 912,601
1,093,433	6.00%, due 1/1/36, #A42208 .. 1,118,194	460,241	5.00%, due 7/1/22, #938033 ... 465,865
102,912	7.00%, due 1/1/36, #G02048 .. 106,404	382,289	5.00%, due 7/1/22, #944887 ... 386,960
1,626,132	5.50%, due 2/1/36, #G02031 .. 1,651,777	884,355	5.50%, due 7/1/22, #905040 ... 900,571
650,202	7.00%, due 8/1/36, #G08148 .. 672,134	14,891	7.00%, due 8/1/32, #650101 ... 15,608
884,222	6.50%, due 9/1/36, #A54908 .. 911,005	276,954	7.00%, due 6/1/35, #821610 ... 288,833
845,317	6.50%, due 11/1/36, #A54094 . 870,921	135,969	7.00%, due 7/1/35, #826251 ... 141,802
2,073,446	5.50%, due 2/1/37, #A57840 .. 2,105,821	203,943	7.00%, due 9/1/35, #842290 ... 212,690
3,766,256	5.00%, due 5/1/37, #A60268 .. 3,788,702	90,954	4.50%, due 11/1/35, #256032 .. 89,708
1,321,808	5.00%, due 6/1/37, #G03094 .. 1,329,685	254,109	5.00%, due 12/1/35, #852482 .. 256,100
3,523,751	5.50%, due 6/1/37, #A61982 .. 3,578,219	558,121	5.00%, due 1/1/36, #866592 ... 562,494
3,565,952	6.00%, due 6/1/37, #A62176 .. 3,645,589	66,729	7.00%, due 2/1/36, #865190 ... 69,591
3,409,500	6.00%, due 6/1/37, #A62444 .. 3,485,643	139,639	7.00%, due 4/1/36, #887709 ... 145,621
507,395	5.00%, due 7/1/37, #A63187 .. 510,419	2,746,972	5.00%, due 5/1/36, #745515 ... 2,768,494
2,751,854	5.50%, due 8/1/37, #G03156 .. 2,794,391	579,848	5.00%, due 5/1/36, #867439 ... 584,209
394,868	6.50%, due 8/1/37, #A70413 .. 406,767	214,389	6.50%, due 7/1/36, #897100 ... 220,689
63,616	7.00%, due 8/1/37, #A70079 .. 65,761	290,026	7.00%, due 7/1/36, #887793 ... 302,450
750,003	7.00%, due 9/1/37, #A65171 .. 773,115	752,616	6.00%, due 8/1/36, #892925 ... 770,012
109,722	7.00%, due 9/1/37, #A65335 .. 113,103	1,665,594	6.50%, due 8/1/36, #878187 ... 1,714,540
64,543	7.00%, due 9/1/37, #A65670 .. 66,532	712,149	5.00%, due 9/1/36, #893621 ... 717,507
619,782	7.00%, due 9/1/37, #A65780 .. 638,882	586,216	7.00%, due 9/1/36, #900964 ... 611,327
51,462	7.00%, due 9/1/37, #A65941 .. 53,048	842,016	5.50%, due 10/1/36, #831845 .. 856,874
26,916	7.00%, due 9/1/37, #A66041 .. 27,745	804,266	5.50%, due 10/1/36, #893087 .. 818,458

The accompanying notes are an integral part of these financial statements.

# PIA Funds

## PIA MBS BOND FUND

*Schedule of Investments – November 30, 2008 (continued)*

Principal Amount		Value
<b>U.S. Government Agencies 96.5% (continued)</b>		
FNMA Pool (continued)		
\$1,113,781	6.00%, due 10/1/36, #897174 .. \$	1,139,525
960,238	5.50%, due 12/1/36, #256513 ..	977,182
9,501	6.50%, due 12/1/36, #920162 ..	9,780
329,062	7.00%, due 1/1/37, #256567 ...	343,158
554,006	5.00%, due 2/1/37, #908612 ...	558,056
1,684,120	5.50%, due 2/1/37, #256597 ...	1,713,836
799,455	6.00%, due 2/1/37, #909357 ...	817,888
35,124	7.00%, due 2/1/37, #915904 ...	36,629
1,036,010	5.50%, due 3/1/37, #256636 ...	1,054,070
939,949	6.50%, due 5/1/37, #917052 ...	967,371
1,151,292	5.00%, due 6/1/37, #939485 ...	1,159,708
6,593,750	5.50%, due 6/1/37, #918554 ...	6,708,696
882,731	5.50%, due 6/1/37, #918705 ...	898,119
3,912,206	6.00%, due 6/1/37, #888413 ...	4,002,412
2,815,927	6.00%, due 6/1/37, #917129 ...	2,880,856
610,323	7.00%, due 6/1/37, #256774 ...	634,899
226,938	7.00%, due 6/1/37, #940234 ...	236,076
951,624	5.00%, due 7/1/37, #939544 ...	958,580
2,534,866	5.00%, due 7/1/37, #944534 ...	2,554,296
819,982	6.50%, due 9/1/37, #946585 ...	843,904
896,640	5.50%, due 10/1/37, #954939 ..	912,271
1,217,810	6.00%, due 12/1/37, #965488 ...	1,245,890
3,313,333	5.50%, due 2/1/38, #961691 ...	3,370,762
1,202,256	6.00%, due 6/1/38, #984764 ...	1,229,857
GNMA Pool		
62,259	7.00%, due 9/15/35, #647831 ..	63,657
279,936	5.00%, due 10/15/35, #642220 ..	282,722
229,610	5.00%, due 11/15/35, #550718 ..	231,895
199,734	5.50%, due 11/15/35, #650091 ..	203,719
157,914	5.50%, due 12/15/35, #646307 ..	161,064
304,569	5.50%, due 4/15/36, #652534 ..	310,407
417,675	6.50%, due 6/15/36, #652593 ..	428,625
324,061	5.50%, due 7/15/36, #608993 ..	330,273
856,199	6.50%, due 10/15/36, #646564 ..	878,646
779,647	6.00%, due 11/15/36, #617294 ..	797,407
694,458	6.50%, due 12/15/36, #618753 ..	712,665
1,186,388	5.50%, due 2/15/37, #658419 ..	1,208,946

Shares/ Principal Amount		Value
<b>U.S. Government Agencies 96.5% (continued)</b>		
GNMA Pool (continued)		
\$1,955,174	6.00%, due 4/15/37, #668411 .. \$	1,999,681
1,742,948	5.00%, due 8/15/37, #671463 ..	1,758,114
1,322,905	6.00%, due 10/15/37, #664379 ..	1,353,020
992,313	5.50%, due 8/15/38, #677224 ..	1,011,180
996,732	5.50%, due 8/15/38, #691314 ..	1,015,683
		<u>104,512,761</u>
<b>Total Mortgage-Backed Securities</b>		
(cost \$101,148,574) .....		<u>104,512,761</u>
<b>U.S. GOVERNMENT</b>		
<b>INSTRUMENTALITIES 1.9%</b>		
<b>U.S. Treasury Notes 1.9%</b>		
U.S. Treasury Note		
2,000,000	2.75%, due 10/31/13 .....	2,079,844
<b>Total U.S. Government Instrumentalities</b>		
(cost \$2,040,064) .....		<u>2,079,844</u>
<b>SHORT-TERM INVESTMENTS 0.8%</b>		
838,834	Fidelity Institutional Money	
	Market Government	
	Portfolio - Class I .....	838,834
<b>Total Short-Term Investments</b>		
(cost \$838,834) .....		<u>838,834</u>
<b>Total Investments</b>		
(cost \$104,027,472) .....		<b>99.2%</b> <u>107,431,439</u>
<b>Other Assets less Liabilities .....</b>		<b>0.8%</b> <u>905,469</u>
<b>TOTAL NET ASSETS .....</b>		<b>100.0%</b> <u><u>\$108,336,908</u></u>

FHLMC – Federal Home Loan Mortgage Corporation  
 FNMA – Federal National Mortgage Association  
 GNMA – Government National Mortgage Association

The accompanying notes are an integral part of these financial statements.

# PIA Funds

Statements of Assets and Liabilities – November 30, 2008

	<b>BBB</b>	<b>MBS</b>
	<b>Bond Fund</b>	<b>Bond Fund</b>
<b>Assets:</b>		
Investments in securities, at value (cost \$193,468,419 and \$104,027,472, respectively) . . . . .	\$161,620,129	\$107,431,439
Receivable for fund shares sold . . . . .	206,752	2,457
Receivable for securities sold . . . . .	477,772	76,256,797
Interest receivable . . . . .	3,279,754	490,948
Due from investment adviser (Note 3) . . . . .	26,299	28,965
Prepaid expenses . . . . .	14,007	11,703
Total assets . . . . .	<u>165,624,713</u>	<u>184,222,309</u>
<b>Liabilities:</b>		
Payable for securities purchased . . . . .	—	75,815,781
Payable for fund shares redeemed . . . . .	211,729	662
Administration fees . . . . .	4,004	3,862
Custody fees . . . . .	3,807	6,992
Transfer agent fees and expenses . . . . .	14,566	16,963
Fund accounting fees . . . . .	12,073	13,146
Audit fees . . . . .	18,181	18,180
Chief Compliance Officer fee . . . . .	751	667
Accrued expenses . . . . .	7,281	9,148
Total liabilities . . . . .	<u>272,392</u>	<u>75,885,401</u>
Net Assets . . . . .	<u>\$165,352,321</u>	<u>\$108,336,908</u>
<b>Net Assets Consist of:</b>		
Paid-in capital . . . . .	\$206,537,536	\$ 98,483,867
Undistributed net investment income . . . . .	397,280	523,813
Accumulated net realized gain/(loss) on investments . . . . .	(9,734,205)	5,925,261
Net unrealized appreciation/(depreciation) on investments . . . . .	<u>(31,848,290)</u>	<u>3,403,967</u>
Net Assets . . . . .	<u>\$165,352,321</u>	<u>\$108,336,908</u>
<b>Net Asset Value, Offering Price and Redemption Price Per Share . . . . .</b>	<b>\$ 7.76</b>	<b>\$ 10.35</b>
<b>Shares Issued and Outstanding</b>		
<b>(Unlimited number of shares authorized, par value \$0.01) . . . . .</b>	<b><u>21,319,417</u></b>	<b><u>10,466,182</u></b>

The accompanying notes are an integral part of these financial statements.

# PIA Funds

*Statements of Operations – Year Ended November 30, 2008*

	<b>BBB Bond Fund</b>	<b>MBS Bond Fund</b>
<b>Investment Income:</b>		
Interest .....	\$ 11,352,120	\$12,423,835
Total investment income .....	11,352,120	12,423,835
<b>Expenses:</b>		
Transfer agent fees and expenses (Note 3) .....	91,304	96,782
Fund accounting fees (Note 3) .....	74,620	90,615
Administration fees (Note 3) .....	43,116	56,607
Registration fees .....	33,456	45,709
Custody fees (Note 3) .....	19,676	45,837
Audit fees .....	18,180	18,179
Miscellaneous .....	13,649	20,172
Trustees' fees .....	12,673	13,950
Insurance .....	12,238	21,015
Legal fees .....	10,865	14,533
Reports to shareholders .....	4,323	5,488
Chief Compliance Officer fee (Note 3) .....	3,827	4,913
Total expenses .....	337,927	433,800
Less: Expense reimbursement from adviser (Note 3) .....	(337,927)	(433,800)
Net expenses .....	—	—
Net investment income .....	11,352,120	12,423,835
<b>Realized and Unrealized Gain/(Loss) on Investments:</b>		
Net realized gain/(loss) on investments .....	(6,565,225)	6,045,813
Net change in unrealized appreciation/(depreciation) on investments .....	(31,230,503)	(3,680,974)
Net gain/(loss) on investments .....	(37,795,728)	2,364,839
Net increase/(decrease) in net assets resulting from operations .....	\$(26,443,608)	\$14,788,674

The accompanying notes are an integral part of these financial statements.

# PIA Funds

## Statements of Changes in Net Assets

	<b>BBB</b>		<b>MBS</b>	
	<b>Bond Fund</b>		<b>Bond Fund</b>	
	Year Ended Nov. 30, 2008	Year Ended Nov. 30, 2007	Year Ended Nov. 30, 2008	Year Ended Nov. 30, 2007
<b>Increase/(Decrease) in Net Assets From Operations:</b>				
Net investment income	\$ 11,352,120	\$ 9,398,210	\$ 12,423,835	\$ 13,116,696
Net realized gain/(loss) on investments	(6,565,225)	(766,888)	6,045,813	(2,988)
Net change in unrealized appreciation/(depreciation) on investments	(31,230,503)	(1,464,824)	(3,680,974)	5,579,638
Net increase/(decrease) in net assets resulting from operations	<u>(26,443,608)</u>	<u>7,166,498</u>	<u>14,788,674</u>	<u>18,693,346</u>
<b>Distributions Paid to Shareholders:</b>				
Distributions from net investment income	(11,021,212)	(9,368,394)	(12,086,183)	(12,977,897)
Distributions from net realized gain on investments	—	—	(83,997)	(20,848)
Total distributions	<u>(11,021,212)</u>	<u>(9,368,394)</u>	<u>(12,170,180)</u>	<u>(12,998,745)</u>
<b>Capital Share Transactions:</b>				
Net proceeds from shares sold	49,177,141	192,585,195	52,179,955	292,873,989
Distributions reinvested	5,966,416	5,453,631	6,720,619	7,375,040
Payment for shares redeemed	(41,363,987)	(82,604,075)	(297,983,531)	(56,937,286)
Net increase/(decrease) in net assets from capital share transactions	<u>13,779,570</u>	<u>115,434,751</u>	<u>(239,082,957)</u>	<u>243,311,743</u>
Total increase/(decrease) in net assets	<u>(23,685,250)</u>	<u>113,232,855</u>	<u>(236,464,463)</u>	<u>249,006,344</u>
<b>Net Assets, Beginning of Year</b>	<u>189,037,571</u>	<u>75,804,716</u>	<u>344,801,371</u>	<u>95,795,027</u>
<b>Net Assets, End of Year</b>	<u>\$165,352,321</u>	<u>\$189,037,571</u>	<u>\$108,336,908</u>	<u>\$344,801,371</u>
<b>Includes Undistributed Net Investment Income of</b>	<u>\$ 397,280</u>	<u>\$ 66,372</u>	<u>\$ 523,813</u>	<u>\$ 65,792</u>
<b>Transactions in Shares:</b>				
Shares sold	5,465,657	20,017,027	5,094,959	29,098,707
Shares issued on reinvestment of distributions	670,238	574,736	658,381	733,492
Shares redeemed	(4,646,389)	(8,586,664)	(28,936,497)	(5,634,074)
Net increase/(decrease) in shares outstanding	<u>1,489,506</u>	<u>12,005,099</u>	<u>(23,183,157)</u>	<u>24,198,125</u>

The accompanying notes are an integral part of these financial statements.

**PIA Funds**  
**BBB BOND FUND**  
*Financial Highlights*

	2008	Year Ended November 30,			2004
	2007	2006	2005	2004	2004
<b>Per Share Operating Performance</b>					
(For a fund share outstanding throughout each year)					
Net asset value, beginning of year .....	<u>\$9.53</u>	<u>\$9.69</u>	<u>\$9.62</u>	<u>\$9.94</u>	<u>\$9.93</u>
<b>Income From Investment Operations:</b>					
Net investment income .....	0.55	0.52	0.53	0.49	0.38
Net realized and unrealized gain/(loss) on investments .....	<u>(1.79)</u>	<u>(0.16)</u>	<u>0.06</u>	<u>(0.31)</u>	<u>0.06</u>
Total from investment operations .....	<u>(1.24)</u>	<u>0.36</u>	<u>0.59</u>	<u>0.18</u>	<u>0.44</u>
<b>Less Distributions:</b>					
Distributions from net investment income .....	<u>(0.53)</u>	<u>(0.52)</u>	<u>(0.52)</u>	<u>(0.49)</u>	<u>(0.43)</u>
Distributions from net realized gain on investments .....	<u>—</u>	<u>—</u>	<u>—</u>	<u>(0.01)</u>	<u>—</u>
Total distributions .....	<u>(0.53)</u>	<u>(0.52)</u>	<u>(0.52)</u>	<u>(0.50)</u>	<u>(0.43)</u>
Net asset value, end of year .....	<u>\$7.76</u>	<u>\$9.53</u>	<u>\$9.69</u>	<u>\$9.62</u>	<u>\$9.94</u>
<b>Total Return</b> .....	(13.58)%	3.87%	6.44%	1.75%	4.57%
<b>Ratios/Supplemental Data:</b>					
Net assets, end of year (in 000's) .....	\$165,352	\$189,038	\$75,805	\$81,847	\$49,228
Ratio of expenses to average net assets:					
Net of expense reimbursement .....	0.00%	0.00%	0.00%	0.00%	0.00%
Before expense reimbursement .....	0.18%	0.19%	0.22%	0.28%	0.72%
Ratio of net investment income to average net assets:					
Net of expense reimbursement .....	6.06%	5.65%	5.49%	5.09%	4.86%
Before expense reimbursement .....	5.88%	5.46%	5.27%	4.81%	4.14%
Portfolio turnover rate .....	39%	226%	112%	104%	202%

The accompanying notes are an integral part of these financial statements.

**PIA Funds**  
**MBS BOND FUND**  
*Financial Highlights*

	Year Ended November 30, 2008	2007	February 28, 2006* through Nov. 30, 2006
<b>Per Share Operating Performance</b>			
(For a fund share outstanding throughout each period)			
Net asset value, beginning of period . . . . .	<u>\$10.25</u>	<u>\$10.14</u>	<u>\$10.00</u>
<b>Income From Investment Operations:</b>			
Net investment income . . . . .	0.59	0.51	0.34
Net realized and unrealized gain on investments . . . . .	<u>0.07</u>	<u>0.11</u>	<u>0.13</u>
Total from investment operations . . . . .	<u>0.66</u>	<u>0.62</u>	<u>0.47</u>
<b>Less Distributions:</b>			
Distributions from net investment income . . . . .	(0.56)	(0.51)	(0.33)
Distributions from net realized gain on investments . . . . .	<u>(0.00)#</u>	<u>(0.00)#</u>	<u>—</u>
Total distributions . . . . .	<u>(0.56)</u>	<u>(0.51)</u>	<u>(0.33)</u>
Net asset value, end of period . . . . .	<u>\$10.35</u>	<u>\$10.25</u>	<u>\$10.14</u>
<b>Total Return</b> . . . . .	6.64%	6.30%	4.86% <sup>++</sup>
<b>Ratios/Supplemental Data:</b>			
Net assets, end of period (in 000's) . . . . .	\$108,337	\$344,801	\$95,795
Ratio of expenses to average net assets:			
Net of expense reimbursement . . . . .	0.00%	0.00%	0.00% <sup>+</sup>
Before expense reimbursement . . . . .	0.19%	0.17%	0.48% <sup>+</sup>
Ratio of net investment income to average net assets:			
Net of expense reimbursement . . . . .	5.33%	5.39%	5.46% <sup>+</sup>
Before expense reimbursement . . . . .	5.14%	5.22%	4.98% <sup>+</sup>
Portfolio turnover rate . . . . .	126%	139%	19% <sup>++</sup>

\* Commencement of operations.

+ Annualized for periods less than one year.

++ Not annualized for periods less than one year.

# Amount is less than \$0.01.

The accompanying notes are an integral part of these financial statements.

# PIA Funds

*Notes to Financial Statements – November 30, 2008*

## **Note 1 – Organization**

The PIA BBB Bond Fund and the PIA MBS Bond Fund (the “Funds”) are each a series of Advisors Series Trust (the “Trust”), which is registered under the Investment Company Act of 1940, as amended, (the “1940 Act”) as an open-end management investment company. Currently, the Funds offer the Managed Account Completion Shares (MACS) class. Each of the Funds has separate assets and liabilities and differing investment objectives. The investment objective of the PIA BBB Bond Fund (the “BBB Bond Fund”) is to provide a total rate of return that approximates that of bonds rated within the BBB category by Standard and Poor’s Rating Group or the Baa category by Moody’s Investors Services. The investment objective of the PIA MBS Bond Fund (the “MBS Bond Fund”) is to provide a total rate of return that approximates that of mortgage-backed securities (“MBS”) included in the Barclays Capital U.S. MBS Fixed Rate Index. The BBB Bond Fund and the MBS Bond Fund commenced operations on September 25, 2003 and February 28, 2006, respectively. Only authorized investment advisory clients of Pacific Income Advisers, Inc. are eligible to invest in the Funds.

## **Note 2 – Significant Accounting Policies**

The following is a summary of significant accounting policies consistently followed by the Funds in the preparation of their financial statements. These policies are in conformity with accounting principles generally accepted in the United States of America.

*Security Valuation* – Portfolio securities that are listed on national securities exchanges are valued at the last sale price as of the close of business of such securities exchanges, or, in the absence of recorded sales, at the average of readily available closing bid and ask prices on such exchanges. NASDAQ Global Market securities are valued at the NASDAQ Official Closing Price (“NOCP”). If an NOCP is not issued for a given day, these securities are valued at the average of readily available closing bid and ask prices. Unlisted securities are valued at the average of the quoted bid and ask prices in the over-the-counter market. Debt securities (other than short-term obligations maturing in sixty days or less), including listed issues, are valued at market on the basis of valuations furnished by an independent pricing service which utilizes both dealer-supplied valuations and formula-based techniques. Short-term investments which mature in less than 60 days are valued at amortized cost (unless the Board of Trustees determines that this method does not represent fair value). Short-term investments which mature after 60 days are valued at market. Securities for which market quotations are not readily available, or if the closing price does not represent fair value, are valued following procedures approved by the Board of Trustees. These procedures consider many factors, including the type of security, size of holding, trading volume and news events. There can be no assurance that the Funds could obtain the fair value assigned to a security if they were to sell the security at approximately the time at which the Funds determine their net asset values per share. Investments in other mutual funds are valued at their net asset value per share.

The Funds adopted the provisions of Statement of Financial Accounting Standards No. 157, “Fair Value Measurements” (“SFAS 157”), effective with the beginning of the Funds’ fiscal year. SFAS 157 establishes a hierarchy that prioritizes the inputs to valuation techniques giving the highest priority to readily available unadjusted quoted prices in active markets for identical assets (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements) when market prices are not readily available or reliable. See note 6 – Summary of Fair Value Exposure for more information.

# PIA Funds

## *Notes to Financial Statements – November 30, 2008 (continued)*

*Repurchase Agreements* – The Funds may enter into repurchase agreements. A repurchase agreement transaction occurs when, at the time the Funds purchase a security, the Funds agree to resell it to the vendor (normally a commercial bank or a broker-dealer) on an agreed upon date in the future. On a daily basis, the Funds’ custodian monitors the value of the collateral, including accrued interest, to ensure it is at least equal to the amount owed to the Funds under each repurchase agreement. All collateral is held by the Funds’ custodian.

*Securities Purchased on a When-Issued Basis* – Delivery and payment for securities that have been purchased by the Funds on a forward-commitment or when-issued basis can take place up to a month or more after the transaction date. During this period, such securities are subject to market fluctuations and the portfolios maintain, in a segregated account with their custodian, assets with a market value equal to or greater than the amount of their purchase commitments. The purchase of securities on a when-issued or forward-commitment basis may increase the volatility of the Funds’ net asset values if the Funds make such purchases while remaining substantially fully invested. In connection with the ability to purchase securities on a when-issued basis, the Funds may also enter into dollar rolls in which the Funds sell securities purchased on a forward-commitment basis and simultaneously contract with a counterparty to repurchase similar (same type, coupon, and maturity), but not identical securities on a specified future date. As an inducement for the Funds to “rollover” their purchase commitments, the Funds receive negotiated amounts in the form of reductions of the purchase price of the commitment. Dollar rolls are considered a form of leverage.

*Federal Income Taxes* – It is the Funds’ policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all of its taxable income to shareholders. Therefore, no provision for income taxes has been recorded.

On July 13, 2006, the Financial Accounting Standards Board (“FASB”) released FASB Interpretation No. 48 “Accounting for Uncertainty in Income Taxes” (“FIN 48”). FIN 48 provides guidance for how uncertain tax positions should be recognized, measured, presented, and disclosed in the financial statements. FIN 48 requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Funds’ tax returns to determine whether the tax positions are “more-likely-than-not” of being sustained by the applicable tax authority. Tax positions not deemed to meet the more-likely-than-not threshold would be recorded as a tax benefit or expense in the current year. Effective May 31, 2008, the Funds adopted FIN 48. Management of the Funds reviewed the tax positions in the open tax years 2005 to 2008 and determined that the implementation of FIN 48 had no material impact on either Fund’s net assets or results of operations.

*Expenses* – Each Fund is charged for those expenses that are directly attributable to the Fund, such as administration and custodian fees. Expenses that are not directly attributable to a Fund are typically allocated among the Funds in proportion to their respective net assets.

*Securities Transactions and Investment Income* – Security transactions are accounted for on a trade date basis. Discounts and premiums on securities purchased are amortized over the life of the respective security. Realized gains and losses on sales of securities are calculated on the basis of identified cost. Interest income is recorded on an accrual basis.

*Distributions to Shareholders* – Distributions to shareholders are recorded on the ex-dividend date. The Funds distribute substantially all net investment income, if any, monthly and net realized gains, if any, annually. The amount

# PIA Funds

## *Notes to Financial Statements – November 30, 2008 (continued)*

and character of income and net realized gains to be distributed are determined in accordance with Federal income tax rules and regulations, which may differ from accounting principles generally accepted in the United States of America. To the extent that these differences are attributable to permanent book and tax accounting differences, the components of net assets have been adjusted.

*Guarantees and Indemnifications* – In the normal course of business, the Funds enter into contracts with service providers that contain general indemnification clauses. The Funds' maximum exposure under these arrangements is unknown as this would involve future claims against the Funds that have not yet occurred. Based on experience, the Funds expect the risk of loss to be remote.

*Use of Estimates* – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operation during the reporting period. Actual results could differ from those estimates.

*Reclassification of Capital Accounts* – Accounting principles generally accepted in the United States of America require that certain components of net assets relating to permanent differences be reclassified between financial and tax reporting. These reclassifications have no effect on net assets or net asset value per share. For the year ended November 30, 2008, the MBS Bond Fund increased undistributed net investment income and decreased accumulated net realized gain on investments by \$120,369. The permanent differences primarily relate to paydown adjustments.

*New Accounting Pronouncement* – In March 2008, Statement of Financial Accounting Standards No. 161, "Disclosures about Derivative Instruments and Hedging Activities" ("SFAS 161") was issued and is effective for fiscal years beginning after November 15, 2008. SFAS 161 is intended to improve financial reporting for derivative instruments by requiring enhanced disclosure that enables investors to understand how and why an entity uses derivatives, how derivatives are accounted for, and how derivative instruments affect an entity's results of operations and financial position. Management is currently evaluating the implications of SFAS 161. The impact on the Funds' financial statement disclosures, if any, is currently being assessed.

### **Note 3 – Investment Advisory Fee and Other Transactions With Affiliates**

The Funds have investment advisory agreements with Pacific Income Advisers, Inc. ("PIA" or the "Adviser") pursuant to which the Adviser is responsible for providing investment management services to the Funds. The Adviser furnished all investment advice, office space and facilities, and provides most of the personnel needed by the Funds. Under the agreement, the Funds do not pay the Adviser a fee. However, investors in the Funds will be charged investment advisory fees by the Adviser and persons other than the Adviser. Clients of PIA pay PIA an investment advisory fee to manage their assets, including assets invested in the Funds. Participants in "wrap-fee" programs pay fees to the program sponsor, who in turn pays fees to the Adviser. For the year ended November 30, 2008, the Funds incurred no investment advisory fees.

# PIA Funds

## *Notes to Financial Statements – November 30, 2008 (continued)*

The Funds are responsible for their own operating expenses. PIA has voluntarily agreed to limit the total expenses of the Funds to an annual rate of 0.00% of average daily net assets. The Adviser will continue the expense reimbursements for an indefinite period, but may discontinue reimbursing the Funds at any time. The Adviser may discontinue reimbursing the Funds as long as it provides shareholders of the Funds with written notice six months in advance of the discontinuance. The Adviser may not recoup expense reimbursements in future periods. For the year ended November 30, 2008, the Adviser absorbed Fund expenses in the amount of \$337,927 and \$433,800 for the BBB Bond Fund and the MBS Bond Fund, respectively.

U.S. Bancorp Fund Services, LLC (the “Administrator”) acts as the Funds’ Administrator under an Administration Agreement. The Administrator prepares various federal and state regulatory filings, reports and returns for the Funds; prepares reports and materials to be supplied to the Trustees; monitors the activities of the Funds’ custodian, transfer agent and accountants; coordinates the preparation and payment of the Funds’ expenses and reviews the Funds’ expense accruals. For the year ended November 30, 2008, the BBB Bond Fund and the MBS Bond Fund incurred \$43,116 and \$56,607 in administration fees, respectively.

U.S. Bancorp Fund Services, LLC (“USBFS”) also serves as the fund accountant and transfer agent to the Funds. For the year ended November 30, 2008, the BBB Bond Fund and the MBS Bond Fund incurred \$74,620 and \$90,615 in fund accounting fees, respectively and \$84,047 and \$85,875 in transfer agent fees, respectively. U.S. Bank N.A., an affiliate of USBFS, serves as the Funds’ custodian. For the year ended November 30, 2008, the BBB Bond Fund and the MBS Bond Fund incurred \$19,676 and \$45,837 in custody fees, respectively.

Quasar Distributors, LLC (the “Distributor”) acts as the Funds’ principal underwriter in a continuous public offering of the Funds’ shares. The Distributor is an affiliate of the Administrator.

Certain officers of the Funds are employees of the Administrator.

For the year ended November 30, 2008, the BBB Bond Fund and the MBS Bond Fund were allocated \$3,827 and \$4,913 of the Chief Compliance Officer fee, respectively.

### **Note 4 – Purchases and Sales of Securities**

For the year ended November 30, 2008, the cost of purchases and the proceeds from sales of securities (excluding short-term securities and U.S. government obligations) were \$77,122,508 and \$51,296,200, respectively, for the BBB Bond Fund and \$263,761,454 and \$494,112,499, respectively, for the MBS Bond Fund. Purchases and sales of U.S. government obligations for the year ended November 30, 2008 were \$13,148,621 and \$17,037,305, respectively, for the BBB Bond Fund and \$23,179,038 and \$31,856,053, respectively, for the MBS Bond Fund.

### **Note 5 – Line of Credit**

The BBB Bond Fund has a line of credit in the amount of \$50,000,000. This line of credit is intended to provide short-term financing, if necessary, subject to certain restrictions, in connection with shareholder redemptions. The credit facility is with the BBB Bond Fund’s custodian, U.S. Bank N.A. During the year ended November 30, 2008, the BBB Bond Fund did not draw upon the line of credit.

# PIA Funds

Notes to Financial Statements – November 30, 2008 (continued)

## Note 6 – Summary of Fair Value Exposure

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

Level 1 – Quoted prices in active markets for identical securities.

Level 2 – Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3 – Significant unobservable inputs (including each Fund's own assumptions in determining the fair value of investments).

The inputs or methodology used for valuing securities are not an indication of the risk associated with investing in those securities.

The following is a summary of the inputs used to value the Funds' securities as of November 30, 2008:

### BBB Bond Fund

Description	Total	Fair Value Measurements at Reporting Date Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:				
Securities	\$161,620,129	\$1,864,131	\$159,755,998	\$ —
Total	\$161,620,129	\$1,864,131	\$159,755,998	\$ —

### MBS Bond Fund

Description	Total	Fair Value Measurements at Reporting Date Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:				
Securities	\$107,431,439	\$838,834	\$106,592,605	\$ —
Total	\$107,431,439	\$838,834	\$106,592,605	\$ —

# PIA Funds

*Notes to Financial Statements – November 30, 2008 (continued)*

## Note 7 – Federal Income Tax Information

Net investment income and net realized gains/(losses) differ for financial statement and tax purposes due to differing treatments of paydowns.

As of November 30, 2008, the components of accumulated earnings/(losses) on a tax basis were as follows:

	<b>BBB Bond Fund</b>	<b>MBS Bond Fund</b>
Cost of investments (a) . . . . .	\$193,619,183	\$104,027,472
Gross tax unrealized appreciation . . . . .	\$ 301,332	\$ 3,403,967
Gross tax unrealized depreciation . . . . .	(32,300,386)	—
Net tax unrealized appreciation/(depreciation) . . . . .	(31,999,054)	3,403,967
Undistributed ordinary income . . . . .	397,280	4,137,387
Undistributed long-term capital gain . . . . .	—	2,311,687
Total distributable earnings . . . . .	397,280	6,449,074
Other accumulated gains/(losses) . . . . .	(9,583,441)	—
Total accumulated earnings/(losses) . . . . .	\$(41,185,215)	\$ 9,853,041

(a) The difference between book-basis and tax-basis unrealized appreciation/(depreciation) is attributable primarily to wash sales.

The BBB Bond Fund had tax capital losses which may be carried over to offset future gains. Such losses expire as follows:

	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>Total</u>
BBB Bond Fund	\$373,955	\$1,819,397	\$732,786	\$6,657,303	\$9,583,441

The tax character of distributions paid during the years ended November 30, 2007 and November 30, 2008 was as follows:

	<b>BBB Bond Fund</b>		<b>MBS Bond Fund</b>	
	<u>Nov. 30, 2008</u>	<u>Nov. 30, 2007</u>	<u>Nov. 30, 2008</u>	<u>Nov. 30, 2007</u>
Ordinary income . . . . .	\$11,021,212	\$9,368,394	\$12,116,422	\$12,998,745
Long-term capital gains . . . . .	—	—	53,758	—

The MBS Bond Fund has designated \$53,758 as long-term capital gain dividend, pursuant to Internal Revenue Code section 852(b)(3).

Ordinary income distributions may include dividends paid from short-term capital gains.

## **PIA Funds**

*Notes to Financial Statements – November 30, 2008 (continued)*

### **Note 8 – Other Tax Information (Unaudited)**

For the year ended November 30, 2008, none of the dividends paid from net investment income qualifies for the dividend received deduction available to corporate shareholders of the Funds. For shareholders in the Funds, none of the dividend income distributed for the year ended November 30, 2008 is designated as qualified dividend income under the Jobs and Growth Tax Relief Reconciliation Act of 2003.

The MBS Bond Fund designated 0.25% of its taxable ordinary income distributions as short-term capital gain distributions under Internal Revenue section 871(k)(2)(c).

# **PIA Funds**

*Report of Independent Registered Public Accounting Firm*

**To the Board of Trustees  
Advisors Series Trust and  
Shareholders of:  
PIA BBB Bond Fund  
PIA MBS Bond Fund**

We have audited the accompanying statements of assets and liabilities of PIA BBB Bond Fund and PIA MBS Bond Fund, each a series of Advisors Series Trust (the “Trust”), including the schedules of investments, as of November 30, 2008, and the related statements of operations for the year then ended, with respect to the PIA BBB Bond Fund, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the four years in the period then ended, with respect to the PIA MBS Bond Fund, the statements of changes in net assets for each of the two years in the period then ended and the financial highlights for each of the two years in the period then ended and for the period from February 28, 2006 (commencement of operation) to November 30, 2006. These financial statements and financial highlights are the responsibility of the Trust’s management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits. The financial highlights of the PIA BBB Bond Fund for the year ended November 30, 2004 have been audited by other auditors, whose report dated January 25, 2005 expressed an unqualified opinion on such financial highlights.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Trust is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust’s internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of November 30, 2008, by correspondence with the custodian and brokers or by other appropriate auditing procedures where replies from brokers were not received. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of PIA BBB Bond Fund and PIA MBS Bond Fund, as of November 30, 2008, the results of their operations, the changes in their net assets and the financial highlights for the periods indicated above, in conformity with accounting principles generally accepted in the United States of America.

**TAIT, WELLER & BAKER LLP**

**Philadelphia, Pennsylvania  
January 21, 2009**

# **PIA Funds**

*Notice to Shareholders – November 30, 2008*  
*(Unaudited)*

## **How to Obtain a Copy of the Funds' Proxy Voting Policies**

A description of the policies and procedures that the Funds use to determine how to vote proxies relating to portfolio securities is available without charge, upon request, by calling 1-800-251-1970, or on the Securities and Exchange Commission's ("SEC") website at <http://www.sec.gov>.

## **How to Obtain a Copy of the Funds' Proxy Voting Records for the 12-Month Period Ended June 30, 2008**

Information regarding how the Funds voted proxies relating to portfolio securities during the most recent 12-month period ended June 30 is available without charge, upon request, by calling 1-800-251-1970. Furthermore, you can obtain the Funds' proxy voting records on the SEC's website at <http://www.sec.gov>.

## **Quarterly Filings on Form N-Q**

The Funds file their complete schedules of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Funds' Form N-Q is available on the SEC's website at <http://www.sec.gov>. The Funds' Form N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, DC, and information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090. Information included in the Funds' Form N-Q is also available by calling 1-800-251-1970.

# PIA Funds

## Information About Trustees and Officers (Unaudited)

This chart provides information about the Trustees and Officers who oversee the Funds. Officers elected by the Trustees manage the day-to-day operations of the Funds and execute policies formulated by the Trustees.

### Independent Trustees<sup>(1)</sup>

<u>Name, Address and Age</u>	<u>Position with the Trust</u>	<u>Term of Office and Length of Time Served</u>	<u>Principal Occupation During Past Five Years</u>	<u>Number of Portfolios in Fund Complex Overseen by Trustees<sup>(2)</sup></u>	<u>Other Directorships Held</u>
Walter E. Auch (age 87, dob 4/12/1921) 615 E. Michigan Street Milwaukee, WI 53202	Trustee	Indefinite term since February 1997.	Management Consultant; formerly Chairman, CEO of Chicago Board Options Exchange (CBOE) and President of Paine Webber.	4	Director, Sound Surgical Technologies, LLC; Trustee, Consulting Group Capital Markets Funds (Smith Barney) (11 portfolios); Trustee, The UBS Funds (57 portfolios).
James Clayburn LaForce (age 79, dob 12/28/1928) 615 E. Michigan Street Milwaukee, WI 53202	Trustee	Indefinite term since May 2002.	Dean Emeritus, John E. Anderson Graduate School of Management, University of California, Los Angeles.	4	Trustee, The Payden Funds (21 portfolios); Trustee, The Metzler/Payden Investment Group (6 portfolios); Trustee, Arena Pharmaceuticals.
Donald E. O'Connor (age 72, dob 6/18/1936) 615 E. Michigan Street Milwaukee, WI 53202	Trustee	Indefinite term since February 1997.	Retired; former Financial Consultant and former Executive Vice President and Chief Operating Officer of ICI Mutual Insurance Company (until January 1997).	4	Trustee, The Forward Funds (16 portfolios).

# PIA Funds

## Information About Trustees and Officers (continued) (Unaudited)

<u>Name, Address and Age</u>	<u>Position with the Trust</u>	<u>Term of Office and Length of Time Served</u>	<u>Principal Occupation During Past Five Years</u>	<u>Number of Portfolios in Fund Complex Overseen by Trustees<sup>(2)</sup></u>	<u>Other Directorships Held</u>
George J. Rebhan (age 74, dob 7/10/1934) 615 E. Michigan Street Milwaukee, WI 53202	Trustee	Indefinite term since May 2002.	Retired; formerly President, Hotchkis and Wiley Funds (mutual funds) (1985 to 1993).	4	Trustee, E*TRADE Funds (6 portfolios).
George T. Wofford (age 69, dob 10/8/1939) 615 E. Michigan Street Milwaukee, WI 53202	Trustee	Indefinite term since February 1997.	Retired; formerly Senior Vice President, Federal Home Loan Bank of San Francisco.	4	None.
<b>Interested Trustee</b>					
Joe D. Redwine (age 61, dob 7/9/1947) 615 E. Michigan Street Milwaukee, WI 53202	Interested Trustee	Indefinite term since September 2008.	President, CEO, U.S. Bancorp Fund Services, LLC since May 1991.	4	None.
<b>Officers</b>					
<u>Name, Address and Age</u>	<u>Position with the Trust</u>	<u>Term of Office and Length of Time Served</u>	<u>Principal Occupation During Past Five Years</u>		
Joe D. Redwine (age 61, dob 7/9/1947) 615 E. Michigan Street Milwaukee, WI 53202	Chairman and Chief Executive Officer	Indefinite term since September 2007.	President, CEO, U.S. Bancorp Fund Services, LLC since May 1991.		
Douglas G. Hess (age 41, dob 7/19/1967) 615 E. Michigan Street Milwaukee, WI 53202	President and Principal Executive Officer	Indefinite term since June 2003.	Vice President, Compliance and Administration, U.S. Bancorp Fund Services, LLC since March 1997.		
Cheryl L. King (age 47, dob 8/27/1961) 615 E. Michigan Street Milwaukee, WI 53202	Treasurer and Principal Financial Officer	Indefinite term since December 2007.	Assistant Vice President, Compliance and Administration, U.S. Bancorp Fund Services, LLC since October 1998.		

# PIA Funds

## *Information About Trustees and Officers (continued)* (Unaudited)

<u>Name, Address and Age</u>	<u>Position with the Trust</u>	<u>Term of Office and Length of Time Served</u>	<u>Principal Occupation During Past Five Years</u>
Robert M. Slotky (age 61, dob 6/17/1947) 2020 E. Financial Way Glendora, CA 91741	Vice President, Chief Compliance Officer, AML Officer	Indefinite term since September 2004.	Senior Vice President, U.S. Bancorp Fund Services, LLC since July 2001; Senior Vice President, Investment Company Administration, LLC (May 1997 to July 2001).
Jeanine M. Bajczyk, Esq. (age 43, dob 4/16/1965) 615 E. Michigan Street Milwaukee, WI 53202	Secretary	Indefinite term since June 2007.	Vice President and Counsel, U.S. Bancorp Fund Services, LLC, since May 2006; Senior Counsel, Wells Fargo Funds Management, LLC, May 2005 to May 2006; Senior Counsel, Strong Financial Corporation, January 2002 to April 2005.

- (1) The Trustees of the Trust who are not “interested persons” of the Trust as defined under the 1940 Act (“Independent Trustees”).
- (2) The Trust is comprised of numerous portfolios managed by unaffiliated investment advisors. The term “Fund Complex” applies only to the Funds. The Funds do not hold themselves out as related to any other series within the Trust for investment purposes, nor do they share the same investment advisor with any other series.

The Statement of Additional Information includes additional information about the Funds’ Trustees and Officers and is available, without charge, upon request by calling 1-800-251-1970.

# PIA Funds

## Report of the Trust's Special Shareholder Meeting (Unaudited)

A Special Meeting of Shareholders (the "Meeting") took place on July 15, 2008, to elect two new Trustees to the Board and to approve the ratification of the prior appointment of one current Trustee of the Board.

All Trust shareholders of record, in the aggregate across all Funds of the Trust, at the close of business on May 22, 2008, were entitled to attend or submit proxies. As of the record date, the Trust had 109,009,551.55 shares outstanding. The results of the voting for each proposal were as follows:

### Proposal No. 1. Election of Two New Trustees

Nominee	For Votes	Votes Withheld
Michael D. LeRoy	67,690,566.1576	161,711.1704
Joe D. Redwine	67,386,892.1216	165,385.2064

### Proposal No. 2. Ratification of the Prior Appointment of One Current Trustee of the Board

Current Trustee	For Votes	Votes Withheld
George J. Rebhan	66,476,414.1932	1,075,863.1348

Effective **September 1, 2008**, the Board of Trustees of Advisors Series Trust consists of the following individuals:

Walter E. Auch, Independent Trustee	George J. Rebhan, Independent Trustee
James Clayburn LaForce, Independent Trustee	Joe D. Redwine, Interested Trustee
Donald E. O'Connor, Independent Trustee	George T. Wofford, Independent Trustee

Effective **December 1, 2008**, the Board of Trustees of Advisors Series Trust consists of the following individuals:

Walter E. Auch, Independent Trustee	George J. Rebhan, Independent Trustee
James Clayburn LaForce, Independent Trustee	Joe D. Redwine, Interested Trustee
Michael D. LeRoy, Independent Trustee	George T. Wofford, Independent Trustee
Donald E. O'Connor, Independent Trustee	

Effective **January 1, 2009**, the Board of Trustees of Advisors Series Trust consists of the following individuals:

Michael D. LeRoy, Independent Trustee	Joe D. Redwine, Interested Trustee
Donald E. O'Connor, Independent Trustee	George T. Wofford, Independent Trustee
George J. Rebhan, Independent Trustee	

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**Adviser**

Pacific Income Advisers, Inc.  
1299 Ocean Avenue, Suite 210  
Santa Monica, CA 90401

**Distributor**

Quasar Distributors, LLC  
615 East Michigan Street  
Milwaukee, WI 53202

**Transfer Agent**

U.S. Bancorp Fund Services, LLC  
615 East Michigan Street  
Milwaukee, WI 53202  
(800) 251-1970

**Custodian**

U.S. Bank N.A.  
1555 N. River Center Drive, Suite 302  
Milwaukee, WI 53212

**Independent Registered Public Accounting Firm**

Tait, Weller & Baker LLP  
1818 Market Street, Suite 2400  
Philadelphia, PA 19103

**Legal Counsel**

Paul, Hastings, Janofsky & Walker LLP  
75 East 55th Street  
New York, NY 10022



# PIA Funds

**– PIA BBB BOND FUND**

Managed Account Completion Shares (MACS)

**– PIA MBS BOND FUND**

Managed Account Completion Shares (MACS)

Past performance results shown in this report should not be considered a representation of future performance. Share price and returns will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. Statements and other information herein are dated and are subject to change.

**Annual Report**  
**November 30, 2008**