

A No-Load Fund

Muhlenkamp Fund

ANNUAL REPORT
December 31, 1991

P.O. Box 598, Wexford, Pennsylvania 15090-0598 (412) 935-5520

Letter to Shareholders

The Trustees and Management of the Muhlenkamp Fund are pleased to present this fourth annual report of your Fund.

Sometimes we do it right. 1991 was one of those times. Your Fund finished the year at a Net Asset Value (NAV) of \$13.25 after declaring a 14 cent dividend. Thus, our total return for the year 1991 was 45%.

This performance has placed us in the top 10 Growth and Income Funds in the country, resulting in favorable publicity and new shareholders. As a result, total assets now exceed \$2 million and are climbing nicely. This will help us to spread the fixed costs over a larger base.

Our results for 1991 stemmed largely from two convictions. Early in the year, we benefited from the conviction that Saddam Hussein did not threaten the security nor the prosperity of the U.S. Later in the year, we benefited from the conviction that interest rates were declining. Both topics have been covered in our newsletters over the past year. Copies are available upon request. But that is all past — what about now?

Now, we are probably at the end of the recession. Aside from all the normal cyclical factors that are falling into place, the surge in home mortgage refinancings is putting more discretionary spending money into the pockets of homeowners. We are not sure where they will spend it, but we strongly suspect they will spend it someplace. People seem to like to spend money.

This is an election year. We monitor elections primarily as a way to get a reading on the public's attitudes and probable actions. So far, the public has shot down most of the politicians' ideas that were economically foolish or dangerous. So, we suspect that 1992 will be a good year.

We appreciate your continued interest in the Muhlenkamp Fund. We welcome your questions and comments, and ask that you spread the word of our Fund among your friends.

Ronald H. Muhlenkamp
President
February 1992

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 1991

ASSETS

	<u>Muhlenkamp Fund</u>
INVESTMENT, AT VALUE - (Identified cost \$1,549,138)	\$1,925,600
CASH	44,577
RECEIVABLES	<u>17,568</u>
Total Assets	\$1,987,745

LIABILITIES

PAYABLES		
Dividends	\$20,733	
Advisor Fee	<u>4,483</u>	<u>25,216</u>

NET ASSETS

NET ASSETS	<u>\$1,962,529</u>
Shares of beneficial interest outstanding	\$ 148,096
NET ASSET VALUE PER SHARE (Net assets divided by shares outstanding at year end)	<u>\$ 13.25</u>

See notes to financial statements.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

PORTFOLIO OF INVESTMENTS
DECEMBER 31, 1991

	<u>Muhlenkamp Fund</u>	
	<u>Principal Amount or Shares</u>	<u>Value</u>
COMMON STOCKS - 75.2%		
Airlines - 2.4%		
Air Express International Corp.	2250	\$45,563
Automotive - 1.8%		
Superior Industries	1060	34,715
Banks - 6.7%		
Comerica	1425	76,594
Lincoln Savings Bank	1000	17,750
Mellon Bank	1000	34,875
Brokerage - 5.4%		
A.G. Edwards	1200	45,450
Merrill Lynch	1000	59,125
Conglomerate - 8.9%		
Alleghany Corporation	408	45,288
Figgie International Cl. A	1500	19,875
GATX Corp.	1000	28,750
Loews Corp.	700	76,650
Computers - 3.1%		
Radius, Inc.	800	7,900
Technology Solutions Co.	200	5,150
Tseng Laboratories Inc.	3000	41,625
Xilinx	200	5,200
Electrical Equipment - .7%		
Westinghouse Electric	800	14,400
Finance - 6.6%		
Fidelity National Financial	3640	65,520
Green Tree Acceptance Inc.	1600	62,400
Closed-End Investment Funds - 2.8%		
Gemini, II capital shares	4000	53,000
Insurance - 9.8%		
Ambac	2700	94,500
Capital Holding Corp.	800	50,900
Frontier Insurance	1595	43,065
Machinery - 2.6%		
FMC Corp.	800	38,300
Tenneco	400	12,550
Metals - 2.1%		
Allegheny Ludlum	1,450	40,056
Sub-Total		<u>40,056</u>
		\$1,019,201

See notes to financial statements.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

PORTFOLIO OF INVESTMENTS
DECEMBER 31, 1991

	<u>Muhlenkamp Fund</u>	
	<u>Principal</u>	
	<u>Amount or</u>	
	<u>Shares</u>	<u>Value</u>
BALANCE BROUGHT FORWARD		\$1,019,201
Coal Companies - 2.9%		
Mapco, Inc.	900	54,900
Railroad - 3.2%		
Burlington Northern, Inc.	1500	60,750
Savings and Loan - 11.1%		
Calfed	2000	4,500
Federal National Mortgage Assoc.	1100	75,900
Glenfed	3000	13,875
Golden West Financial	800	34,900
Landmark Savings Assoc.	8500	69,062
United Federal Bancorp PA	1200	16,200
Telephone Utilities - 1.9%		
Telefonica DeEspana	1000	37,500
Tobacco - 3.2%		
Philip Morris	760	60,990
Total Common Stocks (Cost \$1,092,207)		\$1,447,778
PREFERRED STOCK - .7%		
Pioneer Financial - Exchangeable	800	14,000
Total Preferred Stocks (Cost \$20,000)		\$ 14,000
FIXED INCOME - 24.1%		
General Motors Acceptance Corporation -		
0%, deferred debentures, due 2015	350000	37,062
U.S. Treasury Bonds 7.25, due 2016	150000	146,249
U.S Treasury, stripped interest -		
0%, due 2013	500000	96,406
Trust for U.S. Treasury Obligations	184105	184,105
Total Fixed Income (Cost \$436,931)		463,822
TOTAL (Cost \$1,549,138)		<u>\$1,925,600</u>

See notes to financial statements.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

STATEMENT OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 1991

	<u>Muhlenkamp Fund</u>
INVESTMENT INCOME	
Dividends	\$ 29,135
Interest	18,386
Other	<u>(2,819)</u>
Total Investment Income	\$ 44,702
EXPENSES	
Investment advisor fees	\$ 15,446
Professional fees	6,875
Custodian fees	<u>4,187</u>
Net Investment Income	<u>26,508</u>
	\$ 18,194
REALIZED AND UNREALIZED GAIN ON INVESTMENTS	
Net realized gain on investments	\$ 22,106
Unrealized appreciation in value of investments for the year	<u>524,035</u>
Net Gain on Investments	<u>546,141</u>
Net Increase in Net Assets Resulting from Operations	<u>\$564,335</u>

See notes to financial statements.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

STATEMENT OF CHANGES IN NET ASSETS
FOR THE YEARS ENDED DECEMBER 31, 1991 AND 1990

	<u>Muhlenkamp Fund</u>	
	<u>1991</u>	<u>1990</u>
INCREASE (DECREASE) IN NET ASSETS		
From operations:		
Investment income	\$ 18,194	\$ 22,587
Net realized gain (loss) on investments	22,106	(25,558)
Unrealized appreciation (depreciation) in value of investments	<u>524,035</u>	<u>(181,932)</u>
Net Increase (Decrease) in Net Assets Resulting from Operations	564,335	(184,903)
 DISTRIBUTIONS TO SHAREHOLDERS		
Investment income - net	(16,895)	(23,767)
Return of capital	<u>(3,838)</u>	<u>—</u>
	(20,733)	(23,767)
 CAPITAL SHARE TRANSACTIONS		
Net proceeds from sale of 26,224 shares 1991 and 46,511 shares in 1990	314,272	477,335
Net asset value of 2,577 shares in 1991 and 2,265 shares in 1990 issued to shareholders on reinvestment of distributions	23,767	25,004
Cost of 9,174 shares in 1991 and 20,326 shares in 1990, redeemed	<u>(102,302)</u>	<u>(214,613)</u>
	215,004	263,959
Total Increase in Net Assets	\$ 779,339	79,056
 NET ASSETS		
Beginning of year	<u>1,183,190</u>	<u>1,104,134</u>
End of year (including undistributed investment loss of \$4,584 in 1991 and \$26,691 in 1990)	<u>\$1,962,529</u>	<u>\$1,183,190</u>

See notes to financial statements.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

SELECTED PER SHARE DATA AND RATIOS
FOR THE YEARS ENDED DECEMBER 31, 1991, 1990, 1989 and 1988

	<u>1991</u>	<u>1990</u>	<u>1989</u>	<u>*1988</u>
PER SHARE DATA				
Investment income (1)	\$.33	\$.37	\$.59	\$.18
Expenses (1)	<u>.20</u>	<u>.18</u>	<u>.20</u>	<u>.03</u>
Net investment income (1)	.13	.19	.39	.15
Net realized and unrealized gain (loss) on investments	4.05	(1.83)	.86	.03
Distributions from net investment income	(.11)	(.19)	(.25)	(.14)
Return of capital	<u>(.03)</u>	<u>—</u>	<u>—</u>	<u>—</u>
Net Increase (Decrease) in Net Asset Value	4.04	(1.83)	1.00	.04
NET ASSET VALUE				
Beginning of period	<u>9.21</u>	<u>11.04</u>	<u>10.04</u>	<u>10.00</u>
End of period	<u>\$13.25</u>	<u>\$ 9.21</u>	<u>\$11.04</u>	<u>\$10.04</u>
RATIOS				
Expenses to average net assets	1.71%	1.76%	1.54%	.33%
Net investment income to average net assets	1.17%	1.95%	3.04%	1.42%
Portfolio turnover rate	52.50%	47.47%	34.46%	—
NUMBER OF SHARES OUTSTANDING AT END OF YEAR				
	148,095.816	128,468.205	100,017.561	—

* Reflects operations for the period November 1, 1988 (the date operations commenced) to December 31, 1988.

(1) Computed on weighted average number of shares outstanding during year.

See notes to financial statements.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 1991

NOTE 1 - ORGANIZATION

The Wexford Trust (the Trust) was organized as a Massachusetts Business Trust on September 21, 1987 and operations commenced on November 1, 1988. The Trust is registered under the Investment Company Act of 1940, as amended, as a diversified open-end mutual fund. The Muhlenkamp Fund is a series of the Wexford Trust and is currently the only fund in the Trust.

The Fund is exposed to credit risk on the amount invested in marketable securities. The maximum amount of loss the Fund would incur is limited to the amount recorded in the 1991 financial statements. The Fund does not hold any type of collateral on the marketable securities. This exposure to credit risk is customary for all entities which have invested in financial instruments.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of significant accounting policies applied by management in the preparation of the accompanying financial statements follows.

Investment valuations - Each stock and bond is valued at the latest sales price thereof on the last business day of the fiscal period as reported by the principal securities exchange on which the issue is traded. If no sale is reported, the security is valued at the last quoted bid price.

Investment transactions and related investment income - Investment transactions are accounted for on the trade date (date the order to buy or sell is executed). Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

Federal income taxes - It is the Fund's policy to distribute substantially all of its taxable income to its shareholders and to comply with the requirements of the Internal Revenue Code that are applicable to regulated investment companies. As a result of distributions made to shareholders during the period ended December 31, 1991, no liability for federal income or excise taxes was incurred.

Dividends and distributions to shareholders of beneficial interests - Dividends and distributions are recorded by the Trust on the record date.

NOTE 3 - INVESTMENT MANAGEMENT AND OTHER TRANSACTIONS WITH AFFILIATES

Muhlenkamp & Co., Inc., an affiliate of which an officer-stockholder is a trustee of the Trust, receives a fee for investment management. The fee is computed and accrued daily based on the net asset value at the close of business and is equal to 1% per annum. The fee totaled \$15,446 for the year ended December 31, 1991. The investment advisory agreement provides for the reimbursement of expenses excluding auditor fees, fidelity bonding, and brokerage commissions until the net assets of the Muhlenkamp Fund (the Fund) equal or exceed \$1,000,000. Since the Fund's net assets exceed this amount, the advisor is permitted to charge the fund for some or all of its routine administration costs which totaled approximately \$2,600 for the year ended December 31, 1991. An expense reimbursement was not requested for the year ended December 31, 1991.

Certain affiliated persons, which are stockholders of Muhlenkamp & Co., Inc., held in aggregate 6,476.138 shares with a net asset value of \$85,874 in the Muhlenkamp Fund at December 31, 1991. In addition, the Muhlenkamp & Co., Inc. Pension & Trust Fund held 10,125.570 shares with a net asset value of \$134,264 at December 31, 1991.

THE WEXFORD TRUST
(COMPRISED OF THE MUHLENKAMP FUND)

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 1991

NOTE 4 - SHARES OF BENEFICIAL INTEREST

The Declaration of Trust permits the Trustees to issue an unlimited number of full and fractional shares of beneficial interest with a par value of \$.001 per share. The shares outstanding were as follows:

	<u>1991</u>	<u>1990</u>
Shares outstanding, beginning of period	128,468	100,018
Shares sold	26,224	46,511
Shares issued to shareholders in reinvestment of dividend distributions	2,578	2,265
Shares redeemed	<u>(9,174)</u>	<u>(20,326)</u>
Shares outstanding, end of period	<u>148,096</u>	<u>128,468</u>

NOTE 5 - DIVIDENDS AND DISTRIBUTIONS

On December 27, 1991, the Trustees declared a dividend of \$.14 per outstanding share. The distribution was comprised of a dividend of \$.11 per outstanding share which represented 100% of the Trust's net investment income for the year and a return of capital of \$.03 per outstanding share. The distribution is payable January 1, 1992 to the holders of beneficial interest at December 31, 1991.

NOTE 6 - INVESTMENT TRANSACTIONS

Purchases and sales of investment securities were \$639,264 and \$720,856, respectively in 1991. Purchases of U.S. Government obligations were \$175,159 in 1991.

The unrealized depreciation of securities was \$524,035 in 1991.

INDEPENDENT AUDITORS' REPORT

To the Shareholders and Trustees
of the Funds in the Wexford Trust

We have audited the accompanying statements of assets and liabilities of the Wexford Trust (comprised of the Muhlenkamp Fund), including the portfolio of investments as of December 31, 1991, and the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the selected per share data and ratios for each of the four years in the period then ended. These financial statements and selected per share data and ratios are the responsibility of the Trustees of the Funds in the Wexford Trust. Our responsibility is to express an opinion on these financial statements and selected per share data and ratios based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and selected per share data and ratios are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of December 31, 1991 by correspondence with the custodian. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements and selected per share data and ratios referred to above present fairly, in all material respects, the financial position of the Wexford Trust as of December 31, 1991, the results of its operations for the year then ended, the changes in net assets for each of the two years in the period then ended, and the selected per share data and ratios for each of the four years in the period then ended, in conformity with generally accepted accounting principles.

Schneider, Downs & Co., Inc.

Pittsburgh, Pennsylvania
January 15, 1992

Investment Advisor

Muhlenkamp & Co., Inc.
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Wexford, Pennsylvania 15090-8318
(412) 935-5520

A No-Load Fund

Muhlenkamp Fund

Custodian

Pittsburgh National Bank
Pittsburgh, Pennsylvania 15265
(412) 762-3798

Annual Report
December 31, 1991

Auditors

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(412) 261-3644

Investment Advisory Board

Roland G. Caldwell
John L. Laubach, Jr., Esq.
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