

**SC OPPENHEIMER MAIN STREET SMALL CAP FUND**  
**PORTFOLIO OF INVESTMENTS**  
**June 30, 2010 (Unaudited)**

*Sun Capital Advisers Trust*

	Country Code**	Shares	Value		Country Code**	Shares	Value
<b>COMMON STOCKS – 99.1%</b>							
<b>AEROSPACE &amp; DEFENSE – 1.8%</b>							
AAR Corp.*		3,860 \$	64,616	BlackRock Kelso Capital Corp.		21,496 \$	212,165
BE Aerospace, Inc.*		69,125	1,757,849	Calamos Asset Management, Inc.		3,350	31,088
Ceradyne, Inc.*		13,512	288,752	Fifth Street Finance Corp.		46,500	512,895
Cubic Corp.		6,774	246,438	Gladstone Capital Corp.		14,760	159,556
GenCorp, Inc.*		25,590	112,084	Gladstone Investment Corp.		10,014	58,382
Teledyne Technologies, Inc.*		600	23,148	Hercules Technology Growth Capital, Inc.		12,870	118,533
Triumph Group, Inc.		6,829	455,016	Investment Technology Group, Inc.*		4,560	73,234
			<u>2,947,903</u>	Knight Capital Group, Inc.*		50,673	698,781
				LaBranche & Co., Inc.*		18,080	77,382
<b>AIR FREIGHT &amp; LOGISTICS – 0.8%</b>				MCG Capital Corp.		23,271	112,399
Atlas Air Worldwide Holdings, Inc.*		3,572	169,670	MF Global Holdings Ltd.*		123,534	705,379
HUB Group, Inc.*		40,243	1,207,692	optionsXpress Holdings, Inc.*		41,730	656,830
			<u>1,377,362</u>	PennantPark Investment Corp.		14,779	141,139
				Rodman & Renshaw Capital Group, Inc.*		25,346	72,490
<b>AIRLINES – 0.3%</b>				Stifel Financial Corp.*		12,204	529,531
Alaska Air Group, Inc.*		2,390	107,431	TICC Capital Corp.		11,670	98,028
Allegiant Travel Co.		4,880	208,327	Triangle Capital Corp.		3,976	56,539
Hawaiian Holdings, Inc.*		31,448	162,586	W.P. Carey & Co., LLC		4,910	135,712
Pinnacle Airlines Corp.*		6,850	37,264				<u>5,992,976</u>
UAL Corp.*		1,500	30,840				
			<u>546,448</u>	<b>CHEMICALS – 1.9%</b>			
				Ashland, Inc.		5,963	276,803
<b>AUTO COMPONENTS – 0.6%</b>				Cytec Industries, Inc.		16,944	677,591
ATC Technology Corp.*		12,518	201,790	Hawkins, Inc.		5,991	144,263
Cooper Tire & Rubber Co.		10,024	195,468	Innophos Holdings, Inc.		16,145	421,062
Dana Holding Corp.*		59,650	596,500	Innospec, Inc.*		3,368	31,592
Standard Motor Products, Inc.		6,746	54,440	KMG Chemicals, Inc.		3,872	55,602
			<u>1,048,198</u>	Koppers Holdings, Inc.		940	21,131
				Minerals Technologies, Inc.		5,573	264,941
<b>BEVERAGES – 0.1%</b>				NewMarket Corp.		2,156	188,262
Cott Corp.*	CA	21,464	124,921	OM Group, Inc.*		5,340	127,412
				Omnova Solutions, Inc.*		14,714	114,916
<b>BIOTECHNOLOGY – 1.3%</b>				PolyOne Corp.*		22,572	190,056
Acorda Therapeutics, Inc.*		13,285	413,296	Schulman A, Inc.		12,293	233,075
Cubist Pharmaceuticals, Inc.*		13,870	285,722	Stepan Chemical Co.		1,861	127,348
Emergent Biosolutions, Inc.*		2,800	45,752	W.R. Grace & Co.*		8,322	175,095
Martek Biosciences Corp.*		15,829	375,306				<u>3,049,149</u>
PDL BioPharma, Inc.		40,973	230,268	<b>COMMERCIAL BANKS – 2.9%</b>			
Savient Pharmaceuticals, Inc.*		56,538	712,379	Alliance Financial Corp.		1,861	51,736
Sinovac Biotech, Ltd.*	AG	9,916	45,911	Banco Latinoamericano de Comercio Exterior SA, Class E	PA	15,121	188,861
Vanda Pharmaceuticals, Inc.*		5,020	33,182	Banco Macro SA ADR	AR	7,227	212,835
			<u>2,141,816</u>	BanColombia SA ADR	CO	4,814	241,326
				BBVA Banco Frances SA ADRAR		7,364	46,541
<b>BUILDING PRODUCTS – 0.3%</b>				Cass Information Systems, Inc.		551	18,872
Aaon, Inc.		6,543	152,517	Century Bancorp, Inc., Class A		2,150	47,386
Ameron International Corp.		1,903	114,808	City Holding Co.		2,880	80,294
Apogee Enterprises, Inc.		12,061	130,621	First Midwest Bancorp, Inc.		41,940	509,990
Quanex Building Products Corp.		400	6,916	FirstMerit Corp.		24,710	423,282
			<u>404,862</u>	Hancock Holding Co.		21,728	724,846
				IBERIABANK Corp.		17,948	923,963
<b>CAPITAL MARKETS – 3.7%</b>				International Bancshares Corp.		11,149	186,077
American Capital, Ltd.*		33,800	162,916	National Bankshares, Inc.		1,636	39,640
Apollo Investment Corp.		19,374	180,759				
Ares Capital Corp.		88,207	1,105,234				
BGC Partners, Inc.		18,396	94,004				

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	Country Code**	Shares	Value		Country Code**	Shares	Value
Northrim Bancorp, Inc.		3,078	\$ 47,648	Michael Baker Corp.*		5,343	\$ 186,471
Synovus Financial Corp.		221,570	562,788	Sterling Construction Co., Inc.*		5,518	71,403
Westamerica Bancorporation		9,004	472,890	Tutor Perini Corp.*		52,071	858,130
			<u>4,778,975</u>				<u>1,597,084</u>
<b>COMMERCIAL SERVICES &amp; SUPPLIES – 2.5%</b>				<b>CONSTRUCTION MATERIALS – 0.6%</b>			
American Reprographics Co.*		20,039	174,941	Eagle Materials, Inc.		35,971	932,728
Comfort Systems USA, Inc.		19,317	186,602	<b>CONSUMER FINANCE – 1.2%</b>			
Consolidated Graphics, Inc.*		4,284	185,240	Advance America Cash			
Courier Corp.		758	9,255	Advance Centers, Inc.		35,615	147,090
Deluxe Corp.		20,692	387,975	Cash America International, Inc.		11,195	383,653
Ennis, Inc.		8,442	126,714	Credit Acceptance Corp.*		1,990	97,052
G&K Services, Inc.		6,094	125,841	EZCORP, Inc., Class A*		20,551	381,221
Korn / Ferry International*		12,500	173,750	First Cash Financial Services, Inc.*		14,280	311,304
Layne Christensen Co.*		1,470	35,677	Nelnet, Inc., Class A		15,891	306,379
M&F Worldwide Corp.*		4,404	119,348	The Student Loan Corp.		2,050	49,364
PHH Corp.*		7,980	151,939	World Acceptance Corp.*		7,314	280,199
R.R. Donnelley & Sons Co.		13,626	223,058				<u>1,956,262</u>
Resources Global Professionals*		28,063	381,657	<b>CONTAINERS &amp; PACKAGING – 1.0%</b>			
School Specialty, Inc.*		17,612	318,249	Boise, Inc.*		19,928	109,405
Teletech Holdings, Inc.*		21,838	281,492	Myers Industries, Inc.		12,339	99,823
Trueblue, Inc.*		18,260	204,329	Packaging Corp of America		52,594	1,158,120
United Stationers, Inc.*		1,570	85,518	Rock-Tenn Co.		5,841	290,122
Waste Connections, Inc.*		26,866	937,355				<u>1,657,470</u>
			<u>4,108,940</u>	<b>DIVERSIFIED CONSUMER SERVICES – 1.5%</b>			
<b>COMMUNICATIONS EQUIPMENT – 3.0%</b>				Bridgepoint Education, Inc.*		5,730	90,591
ADC Telecommunications, Inc.*		11,600	85,956	Capella Education Co.*		14,425	1,173,474
Arris Group, Inc.*		107,557	1,096,006	Career Education Corp.*		5,618	129,326
Black Box Corp.		6,594	183,907	Corinthian Colleges, Inc.*		12,758	125,666
Blue Coat Systems, Inc.*		78,774	1,609,353	CPI Corp.		1,590	35,648
CommScope, Inc.*		1,300	30,901	Education Management Corp.*		35,320	538,630
Comtech Telecommunications Corp.*		34,154	1,022,229	Hillenbrand, Inc.		4,078	87,228
Dycom Industries, Inc.*		26,488	226,472	Lincoln Educational Services Corp.*		4,720	97,185
Interdigital, Inc.*		6,122	151,152	Pre-Paid Legal Services, Inc.*		3,542	161,126
Ituran Location and Control Ltd.	IL	3,682	55,193				<u>2,438,874</u>
Oplink Communications, Inc.*		4,060	58,180	<b>DIVERSIFIED FINANCIAL SERVICES – 0.9%</b>			
Plantronics, Inc.		10,110	289,146	Encore Capital Group, Inc.*		8,402	173,165
Sierra Wireless, Inc.*	CA	18,740	124,621	MSCI, Inc., Class A*		45,466	1,245,769
			<u>4,933,116</u>				<u>1,418,934</u>
<b>COMPUTERS &amp; PERIPHERALS – 0.9%</b>				<b>DIVERSIFIED TELECOMMUNICATION SERVICES – 0.3%</b>			
China Digital TV Holding Co., Ltd. ADR*	KY	7,975	43,544	Cincinnati Bell, Inc.*		100,251	301,756
Diebold, Inc.		1,568	42,728	HickoryTech Corp.		5,618	37,921
QLogic Corp.*		16,303	270,956	Nortel Inversora SA ADR*	AR	3,178	60,477
Quantum Corp.*		14,930	28,068	NTELOS Holdings Corp.		7,390	127,108
Rimage Corp.*		2,864	45,337				<u>527,262</u>
Synaptics, Inc.*		38,014	1,045,385	<b>ELECTRIC UTILITIES – 0.8%</b>			
			<u>1,476,018</u>	Companhia Paranaense de Energia-Copel ADR	BR	17,836	368,313
<b>CONSTRUCTION &amp; ENGINEERING – 1.0%</b>				El Paso Electric Co.*		10,403	201,298
Chicago Bridge & Iron Co., NV*	NL	8,310	156,311	Empresa Distribuidora y Comercializadora Norte SA ADR*	AR	6,546	41,764
EMCOR Group, Inc.*		12,230	283,369				
Great Lakes Dredge & Dock Co.		6,900	41,400				

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	Country Code**	Shares	Value		Country Code**	Shares	Value
Unisource Energy Corp.		1,180	\$ 35,612	Unit Corp.*		3,270	\$ 132,729
Westar Energy, Inc.		28,222	609,878				2,094,982
			<u>1,256,865</u>				
ELECTRICAL EQUIPMENT – 2.0%				FOOD & STAPLES RETAILING – 0.1%			
AZZ, Inc.		7,004	257,537	Nash Finch Co.		2,351	80,310
EnerSys*		13,336	284,990	The Andersons, Inc.		1,380	44,974
Franklin Electric Co., Inc.		1,380	39,772				<u>125,284</u>
Fushi Copperweld, Inc.*		8,040	65,767	FOOD PRODUCTS – 2.0%			
Generac Holdings, Inc.*		34,900	488,949	Cal-Maine Foods, Inc.		4,560	145,601
General Cable Corp.*		4,170	111,130	Darling International, Inc.*		22,980	172,580
Harbin Electric, Inc.*		6,430	107,060	Del Monte Foods Co.		9,680	139,295
Hubbell, Inc., Class B		6,626	262,986	Flowers Foods, Inc.		48,030	1,173,373
Jinpan International Ltd.	VG	13,540	205,266	Fresh Del Monte Produce, Inc.*KY		4,176	84,522
Powell Industries, Inc.*		9,141	249,915	Lancaster Colony Corp.		3,383	180,517
Regal-Beloit Corp.		12,292	685,648	Overhill Farms, Inc.*		7,868	46,342
Smith A O Corp.		4,570	220,228	Sanderson Farms, Inc.		2,940	149,176
Thomas & Betts Corp.*		9,138	317,089	Seaboard Corp.		55	83,050
Woodward Governor Co.		900	22,977	TreeHouse Foods, Inc.*		21,924	1,001,050
			<u>3,319,314</u>				<u>3,175,506</u>
ELECTRONIC EQUIPMENT, INSTRUMENTS & COMPONENTS – 1.4%				GAS UTILITIES – 0.7%			
Anixter International, Inc.*		4,246	180,880	AGL Resources, Inc.		5,439	194,825
AVX Corp.		12,500	160,250	Atmos Energy Corp.		9,896	267,588
Bell Microproducts, Inc.*		1,770	12,355	Nicor, Inc.		4,660	188,730
Benchmark Electronics, Inc.*		9,147	144,980	Southwest Gas Corp.		10,826	319,367
Brightpoint, Inc.*		17,570	122,990	The Laclede Group, Inc.		4,084	135,303
Celstica, Inc.*	CA	11,210	90,353	WGL Holdings, Inc.		2,290	77,928
Checkpoint Systems, Inc.*		4,130	71,697				<u>1,183,741</u>
CTS Corp.		4,100	37,884	HEALTH CARE EQUIPMENT & SUPPLIES – 3.9%			
Insight Enterprises, Inc.*		18,873	248,369	American Medical Systems			
Multi Fineline Electronix, Inc.*		11,015	274,934	Holdings, Inc.*		9,471	209,499
Sanmina-SCI Corp.*		2,850	38,788	Atrion Corp.		945	127,622
SMART Modular Technologies, Inc.*	KY	7,020	41,067	Dexcom, Inc.*		22,570	260,909
Spectrum Control, Inc.*		6,022	84,187	Greatbatch, Inc.*		25,298	564,398
Tech Data Corp.*		9,389	334,436	Hill-Rom Holdings, Inc.		4,927	149,929
TTM Technologies, Inc.*		20,958	199,101	Immunocor, Inc.*		400	7,620
Vishay Intertechnology, Inc.*		20,690	160,141	Integra Lifesciences Holdings Corp.*		19,822	733,414
			<u>2,202,412</u>	Invacare Corp.		12,372	256,595
ENERGY EQUIPMENT & SERVICES – 1.3%				Kensley Nash Corp.*		7,109	168,554
Aceryg SA ADR	LU	24,588	363,656	Kinetic Concepts, Inc.*		8,266	301,792
Bolt Technology Corp*		4,507	39,436	Merit Medical Systems, Inc.*		21,114	339,302
Cal Dive International, Inc.*		24,527	143,483	Natus Med, Inc.*		23,228	378,384
Compagnie Generale de Geophysique-Veritas ADR*	FR	8,916	158,616	NuVasive, Inc.*		12,530	444,314
Complete Production Services, Inc.*		14,110	201,773	Orthofix International*	AN	15,721	503,858
Gulfmark Offshore, Inc., Class A*		4,933	129,245	Quidel Corp.*		10,632	134,920
Matrix Service Co.*		10,928	101,740	Sirona Dental Systems, Inc.*		3,318	115,599
Oil States International, Inc.*		10,035	397,185	STERIS Corp.		7,248	225,268
Rowan Cos., Inc.*		3,352	73,543	Symmetry Medical, Inc.*		8,989	94,744
T-3 Energy Services, Inc.*		6,829	190,529	Thoratec Corp.*		16,140	689,662
TETRA Technologies, Inc.*		11,510	104,511	Utah Medical Products, Inc.		1,726	43,047
TGC Industries, Inc.*		10,936	33,136	Volcano Corp.*		28,316	617,855
Tidewater, Inc.		656	25,400	Young Innovations, Inc.		1,836	51,684
							<u>6,418,969</u>
				HEALTH CARE PROVIDERS & SERVICES – 5.0%			
				Allied Healthcare International, Inc.*		16,674	38,684
				Almost Family, Inc.*		2,480	86,626

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**PORTFOLIO OF INVESTMENTS (Continued)**

June 30, 2010 (Unaudited)

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Amedisys, Inc.*		5,886	\$ 258,807	Bob Evans Farms, Inc.		1,570	\$ 38,653
America Service Group, Inc.		7,217	124,132	Brinker International, Inc.		6,990	101,075
AMERIGROUP Corp.*		4,130	134,142	Carrols Restaurant Group, Inc.*		6,646	30,372
AMN Healthcare Services, Inc.*		10,050	75,174	CEC Entertainment, Inc.*		10,679	376,542
AmSurg Corp.*		15,012	267,514	Chipotle Mexican Grill, Inc., Class A*		3,820	522,614
Centene Corp.*		15,222	327,273	International Speedway Corp., Class A		1,636	42,143
Chemed Corp.		3,560	194,518	Jack In The Box, Inc.*		51,159	995,043
Community Health Systems, Inc.*		1,969	66,572	P.F. Chang's China Bistro, Inc.		5,386	213,555
Continuicare Corp.*		16,036	53,721	Papa John's International, Inc.*		12,609	291,520
Corvel Corp.*		1,178	39,805	Ruby Tuesday, Inc.*		8,700	73,950
Emergency Medical Services Corp., Class A*		5,644	276,725	Speedway Motorsports, Inc.		7,924	107,449
Gentiva Health Services, Inc.*		10,559	285,199	The Cheesecake Factory, Inc.*		5,014	111,612
Hanger Orthopedic Group, Inc.*		2,680	48,133				<u>4,966,489</u>
Health Management Associates, Inc., Class A*		197,906	1,537,730	HOUSEHOLD DURABLES – 0.5%			
HEALTHSOUTH Corp.*		6,210	116,189	American Greetings Corp.		6,646	124,679
Healthspring, Inc.*		14,781	229,253	Blyth, Inc.		6,112	208,236
Healthways, Inc.*		7,506	89,471	CSS Industries, Inc.		2,440	40,260
HMS Holdings Corp.*		16,208	878,798	Helen of Troy, Ltd.*	BM	4,176	92,123
Kindred Healthcare, Inc.*		5,092	65,381	Kid Brands, Inc.*		8,482	59,628
LHC Group, Inc.*		9,977	276,862	La-Z-Boy, Inc.*		10,832	80,482
LifePoint Hospitals, Inc.*		4,788	150,343	National Presto Industries, Inc.		2,996	278,208
Lincare Holdings, Inc.*		13,744	446,817				<u>883,616</u>
Magellan Health Services, Inc.*		8,722	316,783	HOUSEHOLD PRODUCTS – 0.1%			
MEDNAX, Inc.*		2,660	147,923	Central Garden And Pet Co., Class A*		25,125	225,371
Metropolitan Health Networks, Inc.*		22,776	84,954	INDEPENDENT POWER PRODUCERS & ENERGY TRADERS – 0.2%			
Molina Healthcare, Inc.*		11,700	336,960	Calpine Corp.*		2,200	27,984
Nighthawk Radiology Holdings, Inc.*		17,108	44,310	Mirant Corp.*		19,884	209,975
NovaMed, Inc.*		3,712	30,810				<u>237,959</u>
Pharmerica Corp.*		12,669	185,728	INDUSTRIAL CONGLOMERATES – 0.4%			
Providence Service Corp.*		2,600	36,400	Carlisle Cos., Inc.		9,876	356,820
PSS World Medical, Inc.*		348	7,360	Standex International Corp.		1,600	40,560
Res-Care, Inc.*		8,556	82,651	Tredegar Corp.		15,768	257,334
Sun Healthcare Group, Inc.*		23,861	192,797				<u>654,714</u>
The Ensign Group, Inc.		2,892	47,776	INSURANCE – 5.5%			
Triple-S Management Corp., Class B*	PR	10,316	191,362	Allied World Assurance Holdings, Ltd.	BM	5,592	253,765
U.S. Physical Therapy, Inc.*		6,908	116,607	Alterra Capital Holdings, Ltd.	BM	8,200	153,996
Universal Health Services, Inc., Class B		2,474	94,383	American Equity Investment Life Holding Co.		16,810	173,479
VCA Antech, Inc.*		4,035	99,907	American Physicians Capital, Inc.		6,543	201,852
			<u>8,084,580</u>	American Physicians Service Group, Inc.		1,726	42,201
HEALTH CARE TECHNOLOGY – 1.6%				American Safety Insurance Holdings, Ltd.*	BM	3,178	49,958
Eclipsys Corp.*		37,900	676,136	AMERISAFE, Inc.*		10,143	178,010
MedAssets, Inc.*		26,898	620,806	Amtrust Financial Services, Inc.		18,185	218,947
SXC Health Solutions Corp.*	CA	18,340	1,343,405	Argo Group International Holdings, Inc.	BM	7,241	221,502
			<u>2,640,347</u>	Aspen Insurance Holdings, Ltd.	BM	11,519	284,980
HOTELS, RESTAURANTS & LEISURE – 3.0%				CNA Surety Corp.*		10,405	167,208
AFC Enterprises*		7,029	63,964				
Ambassadors Group, Inc.		6,797	76,738				
Ameristar Casinos, Inc.		26,675	401,726				
Bally Technologies, Inc.*		45,585	1,476,498				
Biglari Holdings, Inc.*		150	43,035				

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CNO Financial Group, Inc.*		51,632 \$	255,578	IT SERVICES – 3.1%			
EMC Insurance Group, Inc.		2,240	49,123	Axiom Corp.*		18,813 \$	276,363
Employers Holdings, Inc.		8,914	131,303	Broadridge Financial Solutions, Inc.		17,862	340,271
Endurance Specialty Holdings, Ltd.	BM	9,663	362,652	CACI International, Inc., Class A*		20,934	889,276
Enstar Group, Ltd.*	BM	2,881	191,414	Convergys Corp.*		16,464	161,512
FBL Financial Group, Inc.		7,674	161,154	CSG Systems International, Inc.*		16,365	299,970
First Mercury Financial Corp.		10,301	108,985	DST Systems, Inc.		7,107	256,847
Flagstone Reinsurance Holdings SA	LU	17,204	186,147	Euronet Worldwide, Inc.*		600	7,674
FPIC Insurance Group, Inc.*		5,928	152,053	Forrester Research, Inc.*		3,712	112,325
Greenlight Capital Re, Ltd., Class A*	KY	10,466	263,639	Gartner, Inc.*		2,646	61,520
Hanover Insurance Group, Inc.		24,369	1,060,051	Global Cash Access Holdings, Inc.*		27,411	197,633
Harleysville Group, Inc.		4,160	129,085	iGATE Corp.		7,525	96,471
Horace Mann Educators Corp.		13,120	200,736	Mantech International Corp., Class A*		600	25,542
Infinity Property & Casualty Corp.		6,767	312,500	MAXIMUS, Inc.		3,050	176,503
Life Partners Holdings, Inc.		11,999	245,500	Ness Technologies, Inc.*		17,168	73,994
Meadowbrook Insurance Group, Inc.		11,850	102,266	NeuStar, Inc., Class A*		51,355	1,058,940
Mercer Insurance Group, Inc.		2,764	46,767	Patni Computer Systems, Ltd. ADR	IN	10,978	250,628
Mercury General Corp.		4,330	179,435	Satyam Computer Services, Ltd. ADR*	IN	37,385	192,159
Montpelier Re Holdings Ltd.	BM	16,660	248,734	Syntel, Inc.		3,522	119,572
National Interstate Corp.		1,679	33,278	TNS, Inc.*		5,977	104,239
National Western Life Insurance Co.		615	93,947	Unisys Corp.*		5,394	99,735
Navigators Group, Inc.*		2,370	97,478	VeriFone Holdings, Inc.*		4,820	91,243
OneBeacon Insurance Group, Ltd.	BM	10,404	148,985	Virtusa Corp.*		17,572	163,947
Platinum Underwriters Holdings, Ltd.	BM	10,204	370,303				<u>5,056,364</u>
ProAssurance Corp.*		7,034	399,250	LEISURE EQUIPMENT & PRODUCTS – 0.9%			
RLI Corp.		790	41,483	Jakks Pacific, Inc.*		6,340	91,169
Safety Insurance Group, Inc.		8,228	304,601	Polaris Industries, Inc.		3,248	177,406
Selective Insurance Group, Inc.		3,480	51,713	Pool Corp.		39,735	870,991
StanCorp Financial Group, Inc.		7,431	301,253	Smith & Wesson Holding Corp.*		8,516	34,830
Symetra Financial Corp.		10,700	128,400	Sport Supply Group, Inc.		4,914	66,143
Unitrin, Inc.		13,222	338,483	Sturm Ruger & Co., Inc.		16,159	231,559
Universal American Financial Corp.*		9,380	135,072				<u>1,472,098</u>
Validus Holdings Ltd.	BM	4,493	109,719	LIFE SCIENCES TOOLS & SERVICES – 0.5%			
			<u>8,886,985</u>	Bruker Corp.*		17,270	210,003
INTERNET SOFTWARE & SERVICES – 1.9%				Cambrex Corp.*		17,772	55,982
Ancestry.com, Inc.*		10,200	179,724	eResearchTechnology, Inc.*		22,065	173,872
AOL, Inc.*		1,990	41,372	Harvard Bioscience, Inc.*		12,982	46,216
Earthlink, Inc.		37,149	295,706	ICON PLC ADR*	IE	8,482	245,045
GigaMedia Ltd.*	SG	17,900	42,602	Kendle International, Inc.*		2,576	29,676
j2 Global Communications, Inc.*		47,394	1,035,085	MDS, Inc.*	CA	9,380	79,073
Perficient, Inc.*		5,603	49,923				<u>839,867</u>
Saba Software, Inc.*		12,174	62,696	MACHINERY – 3.1%			
Sohu.com, Inc.*		3,080	126,557	Alamo Group, Inc.		1,800	39,060
United Online, Inc.		27,918	160,808	Altra Holdings, Inc.*		7,028	91,505
Valueclick, Inc.*		29,017	310,192	American Railcar Industries, Inc.*		4,500	54,360
VistaPrint NV*	NL	14,190	673,883	China Yuchai International Ltd. BM		4,950	76,279
Web.com Group, Inc.*		3,854	13,836	Colfax Corp.*		22,076	229,811
Websense, Inc.*		8,825	166,792	Crane Co.		800	24,168
			<u>3,159,176</u>				

**SC OPPENHEIMER MAIN STREET SMALL CAP FUND**  
**PORTFOLIO OF INVESTMENTS (Continued)**  
**June 30, 2010 (Unaudited)**

*Sun Capital Advisers Trust*

	Country Code**	Shares	Value		Country Code**	Shares	Value
Duoyuan Printing, Inc.*		4,900	\$ 37,828	Tuesday Morning Corp.*		30,750	\$ 122,693
DXP Enterprises, Inc.*		3,722	58,249				556,166
EnPro Industries, Inc.*		23,219	653,615	MULTI-UTILITIES – 0.5%			
FreightCar America, Inc.		14,417	326,112	Avista Corp.		4,149	81,030
Gardner Denver, Inc.		22,783	1,015,894	Integrays Energy Group, Inc.		2,860	125,096
Harsco Corp.		2,444	57,434	NorthWestern Corp.		23,634	619,211
Lincoln Electric Holdings, Inc.		1,171	59,709				825,337
Lindsay Manufacturing Co.		1,180	37,394	OFFICE ELECTRONICS – 0.0%+			
NACCO Industries, Inc., Class A		600	53,256	Zebra Technologies Corp., Class A*		1,000	25,370
Oshkosh Corp.*		6,286	195,872	OIL, GAS & CONSUMABLE FUELS – 3.1%			
Terex Corp.*		19,340	362,432	Bill Barrett Corp.*		3,240	99,695
The Timken Co.		7,634	198,408	Callon Petroleum Co.*		8,000	50,400
Toro Co.		7,235	355,383	China Integrated Energy, Inc.*		6,646	55,162
Valmont Industries, Inc.		1,800	130,788	China North East Petroleum Holdings Ltd.*		16,010	79,249
Wabtec Corp.		19,863	792,335	Cloud Peak Energy, Inc.*		11,590	153,683
Watts Water Technologies, Inc., Class A		4,560	130,690	Contango Oil & Gas Co.*		1,770	79,208
			4,980,582	CVR Energy, Inc.*		24,086	181,127
MARINE – 0.4%				Dominion Resources Black Warrior Trust		3,278	36,746
Diana Shipping, Inc.*	MH	11,426	128,657	Gran Tierra Energy, Inc.*		7,910	39,234
Excel Maritime Carriers Ltd.*	LR	21,330	109,209	Gulfport Energy Corp.*		12,064	143,079
Kirby Corp.*		3,370	128,902	Holly Corp.		66,333	1,763,131
Paragon Shipping, Inc., Class A	MH	19,960	71,457	MarkWest Energy Partners LP		30,529	998,909
Safe Bulkers, Inc.	MH	23,989	168,643	PAA Natural Gas Storage LP*		22,730	541,656
			606,868	Pengrowth Energy Trust	CA	9,497	86,993
MEDIA – 1.2%				PetroQuest Energy, Inc.*		7,540	50,970
Dolan Media Co.*		4,130	45,926	PrimeEnergy Corp.*		1,132	22,346
Entercom Communications Corp., Class A*		5,618	49,551	Provident Energy Trust	CA	7,782	53,462
Gannett Co., Inc.		8,368	112,633	Ship Finance International Ltd.	BM	3,572	63,867
Harte-Hanks, Inc.		12,748	133,217	SM Energy Co.		400	16,064
Imax Corp.*	CA	43,190	630,574	Stone Energy Corp.*		3,078	34,350
Jon Wiley & Sons, Inc.		5,074	196,211	Teekay Offshore Partners LP	MH	3,700	81,215
Journal Communications, Inc., Class A*		11,036	43,813	Teekay Tankers Ltd., Class A	MH	15,077	167,807
Lee Enterprises, Inc.*		29,018	74,576	Vaalco Energy, Inc.		13,900	77,840
National CineMedia, Inc.		4,590	76,469	W&T Offshore, Inc.		9,500	89,870
Scholastic Corp.		8,597	207,360	World Fuel Services Corp.		990	25,681
Sinclair Broadcast Group, Inc.*		30,328	176,812				4,991,744
The New York Times Co., Class A*		9,820	84,943	PAPER & FOREST PRODUCTS – 0.4%			
Valassis Communications, Inc.*		2,480	78,666	Buckeye Technologies, Inc.*		19,324	192,274
			1,910,751	Clearwater Paper Corp.*		3,248	177,860
METALS & MINING – 0.9%				Domtar Corp.		1,606	78,935
Century Aluminum Co.*		19,233	169,827	Glatfelter		12,990	140,942
Compass Minerals International, Inc.		15,513	1,090,254	KapStone Paper and Packaging Corp.*		12,174	135,618
Gibraltar Industries, Inc.*		6,850	69,185				725,629
Mesabi Trust		3,252	56,552	PERSONAL PRODUCTS – 0.3%			
Redcorp Ventures Ltd.*(1)	CA	91,400	429	China Sky One Medical, Inc.*		3,050	34,282
Worthington Industries, Inc.		6,280	80,761	Herbalife, Ltd.	KY	8,394	386,544
			1,467,008	Prestige Brands Holdings, Inc.*		19,726	139,660
MULTI-LINE RETAIL – 0.3%							560,486
Big Lots, Inc.*		10,205	327,478	PHARMACEUTICALS – 2.3%			
Dillard's, Inc.		4,930	105,995	Biovail Corp.	CA	13,062	251,313
				Cardiome Pharma Corp.*	CA	11,710	95,436

**SC OPPENHEIMER MAIN STREET SMALL CAP FUND**  
**PORTFOLIO OF INVESTMENTS (Continued)**  
**June 30, 2010 (Unaudited)**

*Sun Capital Advisers Trust*

	Country Code**	Shares	Value
Endo Pharmaceuticals Holding, Inc.*		8,732	\$ 190,532
Hi-Tech Pharmacal Co., Inc.*		4,220	96,680
Impax Laboratories, Inc.*		4,460	85,008
Indevus Pharmaceuticals, Inc.*		600	—
King Pharmaceuticals, Inc.*		18,671	141,713
Medicis Pharmaceutical Corp., Class A		6,316	138,194
Par Pharmaceutical Cos., Inc.*		8,062	209,290
Perrigo Co.		10,544	622,834
Questcor Pharmaceuticals, Inc.*		39,646	404,786
Salix Pharmaceuticals Ltd.*		28,040	1,094,401
Valeant Pharmaceuticals International*		5,904	308,720
Viropharma, Inc.*		11,910	133,511
			<u>3,772,418</u>
PROFESSIONAL SERVICES – 0.0%+			
GP Strategies Corp.*		6,546	47,524
REAL ESTATE INVESTMENT TRUSTS – 6.0%			
Associated Estates Realty Corp.		7,794	100,932
Brandywine Realty Trust		2,250	24,188
BRE Properties, Inc.		1,090	40,254
CapitalSource, Inc.		91,264	434,417
CBL & Associates Properties, Inc.		17,694	220,113
Chatham Lodging Trust*		11,960	213,725
Digital Realty Trust, Inc.		21,250	1,225,700
Equity Lifestyle Properties, Inc.		3,162	152,503
Essex Property Trust, Inc.		1,000	97,540
Extra Space Storage, Inc.		7,960	110,644
Forestar Real Estate Group, Inc.*		8,427	151,349
Hatteras Financial Corp.		29,344	816,350
Home Properties, Inc.		3,350	150,985
Hospitality Properties Trust		8,820	186,102
iStar Financial, Inc.*		81,140	361,884
LaSalle Hotel Properties		42,418	872,538
LTC Properties, Inc.		9,320	226,196
Mid-America Apartment Communities, Inc.		26,628	1,370,543
National Health Investors, Inc.		5,380	207,453
Pennsylvania Real Estate Investment		11,020	134,664
Potlatch Corp.		900	32,157
PS Business Parks, Inc.		4,150	231,487
Saul Centers, Inc.		400	16,252
Starwood Property Trust, Inc.		23,532	398,868
Strategic Hotels & Resorts, Inc.*		106,300	466,657
Tanger Factory Outlet Centers, Inc.		26,196	1,083,991
Taubman Centers, Inc.		4,530	170,464
Walter Investment Management Corp.		16,478	269,415
			<u>9,767,371</u>

	Country Code**	Shares	Value
REAL ESTATE MANAGEMENT & DEVELOPMENT – 0.1%			
Altisource Portfolio Solutions SA*	LU	8,010	\$ 198,167
ROAD & RAIL – 1.6%			
Avis Budget Group, Inc.*		32,349	317,667
Dollar Thrifty Automotive Group*		4,679	199,372
Genesee & Wyoming, Inc., Class A*		12,600	470,106
Old Dominion Freight Line*		46,011	1,616,827
			<u>2,603,972</u>
SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT – 3.9%			
Amkor Technology, Inc.*		20,250	111,578
Atheros Communications*		37,095	1,021,596
Cabot Microelectronics Corp.*		3,750	129,712
China Sunergy Co., Ltd. ADR* KY		37,900	135,682
Fairchild Semiconductor International, Inc.*		12,990	109,246
GT Solar International, Inc.*		39,567	221,575
Himax Technologies, Inc. ADR KY		41,734	121,446
Integrated Silicon Solution, Inc.*		12,700	95,758
Intersil Holding Corp.		2,600	31,486
JA Solar Holdings Co., Ltd. ADR*	KY	18,200	84,630
Lattice Semiconductor Corp.*		26,100	113,274
Micrel, Inc.		16,847	171,502
Microsemi Corp.*		3,900	57,057
Netlogic Microsystems, Inc.*		35,986	978,819
PMC-Sierra, Inc.*		2,100	15,792
RF Micro Devices, Inc.*		8,860	34,643
Semtech Corp.*		55,499	908,519
Sigma Designs, Inc.*		11,585	115,966
Silicon Motion Technology Corp. ADR*	KY	7,752	40,078
Skyworks Solutions, Inc.*		50,944	855,350
Teradyne, Inc.*		7,800	76,050
Tessera Technologies, Inc.*		8,110	130,165
Varian Semiconductor Equipment Associates, Inc.*		30,370	870,404
			<u>6,430,328</u>
SOFTWARE – 4.4%			
Actuate Corp.*		25,762	114,641
Blackboard, Inc.*		26,380	984,765
Changyou.com Ltd. ADR*	KY	1,432	37,031
Compuware Corp.*		36,283	289,538
Concur Technologies, Inc.*		13,511	576,649
Double-take Software, Inc.*		6,644	69,696
FactSet Research Systems, Inc.		16,539	1,107,948
Fair Issac Corp.		17,543	382,262
Giant Interactive Group, Inc. ADR	KY	15,611	107,404
Jack Henry & Associates, Inc.		6,021	143,781
JDA Software Group, Inc.*		2,640	58,027
Manhattan Associates, Inc.*		12,883	354,927
MICROS Systems, Inc.*		2,738	87,260

**SC OPPENHEIMER MAIN STREET SMALL CAP FUND**  
**PORTFOLIO OF INVESTMENTS (Continued)**  
**June 30, 2010 (Unaudited)**

*Sun Capital Advisers Trust*

	Country Code**	Shares	Value		Country Code**	Shares	Value
Microstrategy, Inc.*		4,436	\$ 333,099	Ocwen Financial Corp.*		3,860	\$ 39,333
Monotype Imaging Holdings, Inc.*		6,022	54,258	Radian Group, Inc.		57,420	415,721
Net 1 UEPS Technologies, Inc.*		20,665	277,118				<u>2,124,907</u>
Netscout Systems, Inc.*		2,650	37,683	TOBACCO – 0.2%			
Perfect World Co. Ltd. ADR*	KY	6,195	136,352	Alliance One International, Inc.*		19,928	70,944
Pervasive Software, Inc.*		8,796	43,628	Universal Corp.		4,899	194,392
Quest Software, Inc.*		16,891	304,714				<u>265,336</u>
TIBCO Software, Inc.*		137,377	1,656,767	TRADING COMPANIES & DISTRIBUTORS – 0.4%			
			<u>7,157,548</u>	Aircastle Ltd.	BM	9,918	77,856
SPECIALTY RETAIL – 4.3%				Applied Industrial Technologies, Inc.		3,360	85,075
Aeropostale, Inc.*		13,657	391,136	Fly Leasing Ltd. ADR	BM	3,960	40,788
AnnTaylor Stores Corp.*		1,800	29,286	Interline Brands, Inc.*		5,604	96,893
Big 5 Sporting Goods Corp.		2,309	30,340	TAL International Group, Inc.		9,750	219,083
Books-A-Million, Inc.		4,914	29,582	WESCO International, Inc.*		5,186	174,613
Brown Shoe, Inc.		5,200	78,936				<u>694,308</u>
Cabela's, Inc.*		11,762	166,315	WATER UTILITIES – 0.4%			
Childrens Place Retail Stores, Inc.*		28,739	1,265,091	Aqua America, Inc.		39,606	700,234
Collective Brands, Inc.*		4,300	67,940	WIRELESS TELECOMMUNICATION SERVICES – 0.2%			
Dress Barn, Inc.*		10,314	245,576	USA Mobility, Inc.		18,369	237,328
DSW, Inc.*		5,210	117,017	Total Common Stocks (Cost \$148,133,076)			<u>161,743,545</u>
Finish Line, Inc., Class A		18,964	264,169	<b>SHORT TERM INVESTMENTS – 1.0%</b>			
Gymboree Corp.*		7,795	332,924	MUTUAL FUNDS – 1.0%			
Jo-Ann Stores, Inc.*		7,746	290,552	State Street Institutional Treasury Plus Money Market Fund			
JOS A Bank Clothiers, Inc.*		3,479	187,831	(Cost \$1,629,701)		1,629,701	1,629,701
Kirkland's, Inc.*		19,717	332,724	<b>TOTAL INVESTMENTS – 100.1%</b>			163,373,246
RadioShack Corp.		1,418	27,665	(Cost \$149,762,777)			
Rental-A-Center, Inc.*		17,279	350,073	Liabilities in excess of other assets – (0.1%)			<u>(169,386)</u>
Select Comfort Corp.*		4,660	40,775	<b>NET ASSETS – 100.0%</b>			<u>\$ 163,203,860</u>
Signet Jewelers, Ltd.*	BM	5,721	157,328				
Stage Stores, Inc.		22,475	240,033	ADR American Depositary Receipt			
The Buckle, Inc.		1,280	41,498	AG Antigua			
The Cato Corp.		18,208	400,940	AN Netherlands Antilles			
Tractor Supply Co.		31,068	1,894,216	AR Argentina			
			<u>6,981,947</u>	BM Bermuda			
TEXTILES, APPAREL & LUXURY GOODS – 2.3%				BR Brazil			
Carter's, Inc.*		10,531	276,439	CA Canada			
Deckers Outdoor Corp.*		1,906	272,310	CO Columbia			
Fossil, Inc.*		21,418	743,204	FR France			
Jones Apparel Group, Inc.		4,470	70,849	IE Ireland			
Madden Steven Ltd.*		2,263	71,330	IL Israel			
Perry Ellis International, Inc.*		7,126	143,945	IN India			
Phillips-Van Heusen Corp.		32,669	1,511,595	KY Cayman Islands			
Timberland Co., Class A*		16,505	266,556	LR Liberia			
UniFirst Corp.		3,942	173,527	LU Luxembourg			
Warnaco Group, Inc.*		6,600	238,524	MH Marshall Islands			
			<u>3,768,279</u>	NL Netherlands			
THRIFT & MORTGAGE FINANCE – 1.3%				PA Panama			
BofI Holding, Inc.*		3,050	43,066	PR Puerto Rico			
Federal Agricultural Mortgage Corp.		7,240	101,577				
First Defiance Financial Corp.		6,073	54,293				
First Niagara Financial Group, Inc.		36,722	460,127				
MGIC Investment Corp.*		81,280	560,019				
Northwest Bancshares, Inc.		39,300	450,771				

**SC OPPENHEIMER MAIN STREET SMALL CAP FUND**  
**PORTFOLIO OF INVESTMENTS (Continued)**  
**June 30, 2010 (Unaudited)**

*Sun Capital Advisers Trust*

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- SG Singapore  
VG British Virgin Islands
- \* Non-income producing security.
- \*\* Unless otherwise noted the issuer country code for all securities is United States.
- + Amount is less than 0.05%.
- (1) Eligible for resale under rule 144A of the Securities Act of 1933. This security may be resold in transactions exempt from registration, normally to qualified institutional buyers. At the period end, the value of this security amounted to \$429, representing less than 0.05% of net assets.

The fund's portfolio of investments is as of the date shown and may not represent current or future portfolio composition. A complete list of the fund's portfolio holdings is generally available on [www.suncapitaladvisers.com](http://www.suncapitaladvisers.com) 30 days after the end of each month. For month end portfolio data that corresponds to the fund's quarterly, semi-annual, or annual report, please refer to those reports for the most accurate listing of portfolio holdings.

Shares of the fund are offered only to insurance company separate accounts to serve as investment vehicles for variable annuities and variable life insurance contracts, and are not offered directly to the public. Variable contract owners should review the separate account prospectus prepared by the insurance company for their contracts. The fund's prospectus contains important information about the fund's investment objectives, risks, charges and ongoing expenses that a variable contract owner should consider carefully before investing in the fund. To view the fund's prospectus please return to the fund's main page and click on the link provided there.