Form **8937**
(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
RidgeWorth Funds - Emerging Growth Stock Fund	20-0466223

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
RidgeWorth Funds	1-888-784-3863	info@ridgeworth.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
3333 Piedmont Road NE, Suite 1500	Atlanta, Georgia 30305

8 Date of action	9 Classification and description
4/27/2012	Tax-free re-organization/merger under IRC 368(a)

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
76628R805/76628R706		SCEAX/SEGTX	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶

On April 27, 2012, RidgeWorth Aggressive Growth Stock Fund (EIN: 20-0466196) acquired all of the assets of RidgeWorth Emerging Growth Stock Fund (EIN: 20-0466223) in exchange for shares of RidgeWorth Aggressive Growth Stock Fund in a tax-free reorganization approved by shareholders.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶

On April 27, 2012, the closing net asset value per share ("NAV") of the RidgeWorth Funds-Emerging Growth Stock Fund was $13.49 and $15.78 for the RidgeWorth Funds-Aggressive Growth Stock Fund. These NAV's generated a merger conversion ratio that resulted in RidgeWorth Funds-Emerging Growth Stock Fund shareholders receiving .86 shares of RidgeWorth Funds-Aggressive Growth Stock Fund for each of the RidgeWorth Funds-Emerging Growth Stock Fund shares previously held.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶

The basis of the assets of RidgeWorth Funds-Emerging Growth Stock Fund received by the RidgeWorth Funds-Aggressive Growth Stock Fund was the same as the basis of such assets to RidgeWorth Funds-Emerging Growth Stock Fund immediately prior to the reorganization. Likewise, the basis of RidgeWorth Funds-Aggressive Growth Stock Fund Shares received by each shareholder of the RidgeWorth Funds-Emerging Growth Stock Fund was the same as the basis of the RidgeWorth Funds-Emerging Growth Stock Fund Shares exchanged therefor and in accordance with the ratios noted above.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶

Tax-free reorganization under IRC section 368(a).

18 Can any resulting loss be recognized? ▶

Tax-free reorganization under IRC section 368(a) and no gain or loss is recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶

The reportable tax year is 2012.

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ Denise Lewis Date ▶ 8/2/12

Print your name ▶ Denise R. Lewis Title ▶ Treasurer, RidgeWorth Funds

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054