Tocqueville
40 West 57th Street
New York, NY 10019
800.697.3863

The Delafield Fund

July 17, 2013

Dear Fellow Shareholders:

During the quarter, the Delafield Fund's net asset value increased 0.82% versus increases of 2.91% for the Standard & Poor's 500 Index ("S&P 500") and 3.08% for the Russell 2000 Index ("Russell 2000"), each on a total return basis.* The Fund's net asset value as of June 30, 2013 was $33.24 per share. The total net asset value amounted to $1,554,347,284 of which 82.00% was invested in equities, with the balance held in reserve.

Though our companies are doing well operationally in a difficult economic environment, this was a disappointing quarter as the Fund's performance significantly trailed the indices. We are not broadly diversified, and therefore, do not correlate closely to any of the major indices. Rather our performance must depend on the market's recognition of the business progress which our investments are making. In the longer term, the market should reward this success. Of course, our overall performance would have been better had we been fully invested, but given that the global economic outlook is, at best confusing, we are content to have significant reserves. As usual we will not hesitate to utilize our dry powder to make new investments when we uncover attractive opportunities.

From our viewpoint the international outlook remains unsettled. In the Far East, North Korea remains an enigma, China's outlook is cloudy, India, which has such great potential, seems only to muddle along and while Japan may be improving, Australia remains weak. In the Middle East, Iran, Syria and now Egypt grab daily headlines, with Libya not far behind and Turkey has joined the ranks of countries suffering riots and political crackdowns. Europe continues to struggle. The southern tier is considerably weaker than their northern neighbors, but even there, of the larger countries only Germany and England are showing any growth. In Latin America, Brazil, once considered a rising star, is in political turmoil.

In the U.S. the investment climate and outlook continue uncertain. Political bickering continues over taxation, immigration and the budget deficit. This fall another confrontation over debt limits is looming over the horizon. Exacerbating national financial concerns are municipal pension obligations, which have not been fully funded, driving some cities, such as Detroit, to the edge of bankruptcy. Our present low interest rate policy, while helpful to economic recovery, hurts pension funds, insurance companies and savers when money cannot be invested at a compensatory rate of return. And finally it appears President Obama will not reappoint Ben Bernanke as Chairman of the Federal Reserve Board – another uncertainty.

There are positives. U.S. household net worth increased to a new record at the end of the first quarter, though it still trails its former highs if adjusted for inflation. With continued economic growth, even if only at a modest pace, employment should increase, as should workers' income. Meanwhile, historically low interest rates allow home owners to refinance at attractive rates and new home purchasers to buy on reasonable terms. Single family home construction, however, will take time to develop since many empty houses have been bought by investors who are renting to others, but who will eventually wish to sell.

Recently interest rates have increased modestly from their recent lows and the ten year treasury is now at its highest yield since August 2011. Mortgage rates, too, have increased to more than 4% but this, by historical standards, is very low. While the stock market backs up sharply at a hint of interest rates increasing, this is, in fact, a sign the economy is improving. In our opinion, as long as the rise in rates remains moderate this should have little impact on our economic growth. Finally, a task force in Washington has commenced examining the tax code. If we adopt rational policies to help corporate America, level the playing field for individuals, and close special interest loopholes, it will be good for America and should be well received by the public and the market.

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* *The performance data quoted above represents past performance. Past performance does not guarantee future results. The investment return and principle value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than the original cost. The current performance may be lower or higher than performance data quoted. The three month performance does not reflect the redemption fee of 2%) on shares redeemed within 90 days of purchase. If deducted, the fee would reduce the performance quoted above.*

Please visit our website (www.tocqueville.com/mutual-funds/delafield-fund/performance) to obtain the most recent month-end performance data.

An economic rebound has been forecast by many for the second half of 2013. A modest rise in interest rates could help savers and should not derail the recovery. Cheap energy and an improved labor market can stimulate growth if a reasonable and predictable path forward is agreed to in Washington. If such conditions come about, the manufacturing renaissance of America is likely to occur with infrastructure spending taking place, employment increasing and a higher utilization of manufacturing capacity. This should result in managements and consumers gaining confidence in the outlook contributing to a virtuous cycle beneficial to our industrial investments. Additionally, if the aircraft market grows as indicated by the buoyant Paris aerospace show, several of our investments will have a strong wind at their back. Finally, on a more generic company note, if free cash is intelligently deployed, companies can grow even in a moderate environment.

During the quarter Dover Corporation announced that it would spin off 100% of its acoustic and communication infrastructure components businesses to shareholders in a tax free transaction early in 2014. The new company, to be named Knowles Corporation, has sales of almost $1.3 billion, EBITDA margins in the mid 20% range and has grown 15% annually (nine organically) over the past five years. We suspect the company is taking this action because they expect Knowles will be accorded a better valuation as a stand-alone entity. Also, it will make the remaining Dover a more focused enterprise within the industrial markets. At the time of the spin Knowles will pay a dividend to Dover of $300-$400 million. Coupled with expected proceeds from previously announced equipment divestitures, Dover will have about $700 million to deploy, which we expect will go toward select acquisitions and share repurchases.

In late November 2012 Relational Investors and CalSTRS filed a joint 13D on The Timken Company revealing an ownership stake of 7.3%. In the filing they stated their desire to unlock additional value in the company through the separation of the core bearings business from the specialty steel operations. Management of Timken, which has done a good job of improving the profitability and cash flows of the existing company, has been opposed to such a split, citing the loss of cost and revenue synergies between the two businesses as the primary reasons. Conversely, Relational and CalSTRS have argued that the loss of the synergies would be overshadowed by the incremental value which would be created by having the market appropriately value the two independent businesses. Ultimately, this argument was brought to a shareholder vote in May and the majority of the shares voted in favor of the Relational/CalSTRS proposal. Subsequently, a strategic review committee was established consisting of nine independent board members to consider the separation of the two businesses. Goldman Sachs will assist in the review with a recommended course of action expected by the end of the third quarter.

Kemet Corporation reported disappointing fiscal fourth quarter earnings and the shares traded off sharply. When we first wrote about our position in Kemet a year ago, the company and the broader semi-components industry were in the middle of what was expected to be a two to three quarter downturn. Unfortunately, the expected upturn has yet to materialize, with cautious distributors and OEM and EMS customers generally maintaining low inventory levels and certain end markets deteriorating further (PCs for example). In its fiscal fourth quarter, Kemet experienced sequential sales deterioration in its largest segment, the tantalum capacitor business, and modest sequential improvements in its ceramic capacitor and film and electrolytic segments. While the topline performance was largely as expected, gross margin performance was substantially weaker than anticipated. Despite Kemet's current challenges, we continue to believe that management's efforts to improve the core Kemet operations as well as the eventual integration of the acquisition of NEC-Tokin could yield substantial improvement in earnings power.

In June Ingersoll Rand PLC filed its Form 10 regarding the previously announced spin-off of its security business. The new entity, to be named Allegion PLC, will be domiciled in Ireland. For every three shares of Ingersoll Rand common shareholders will receive one share of the new company. In 2012, proforma Allegion had sales of $2 billion with mid-teens operating margins. Allegion's product portfolio includes leading brands such as Schlage and Von Duprin. It serves customers in the residential, commercial and institutional markets. At the spin-off a dividend will be paid to Ingersoll Rand PLC, which could be as much as $1.2 billion. These proceeds are expected to be used to fund the continuation of their share repurchase program. The transaction should occur by the end of 2013.

During the quarter Albany International announced that it had entered into an agreement to sell a 10% interest in a newly created Albany subsidiary to the French engine manufacturer Safran S.A. The new subsidiary, to be named Albany Safran Composites (ASC), will consist of assets dedicated to the development and production of Leap engine components. Under the transaction, ASC will be the sole supplier of advanced 3D woven composite parts to Safran for specific applications. The primary focus will be for the Leap X engine which will be the dominant power source of the new generation of narrow body planes (i.e. 737 and A320). Production will start in the 2014/2015 period and should accelerate sharply through the decade with sales expected to reach $300 million or more. Safran S.A. will pay Albany $28 million for the 10% stake. In return Safran has the ability to purchase the remaining 90% in the event of performance default issues. The purchase price starts at a valuation of $280 million and can grow to $360 million by 2019. We view the agreement positively as it validates the importance of the Albany Composite technology.

During the quarter we invested in Cabot Corporation, a specialty chemicals and materials company with about $3.4 billion in annual revenues. Cabot is one of the largest global manufacturers of carbon black, an elemental carbon primarily used as a reinforcement and performance additive in tires, as well as for specialty applications including pigmentation in inkjet colorants and conductivity enhancement in electronics. Carbon black related products represent nearly 80% of Cabot's total revenues, with rubber black for tires accounting for about 60% or about $1.6 billion of total company carbon black sales. In recent quarters, the rubber black business has been operating at sub-optimal utilization rates owing to a depressed replacement tire market in the U.S. and Europe. However, data suggests that record numbers of passenger vehicles in both markets are operating with bald tires, which could indicate that a rebound in demand may be imminent. With 30% incremental operating margins in this business, each 5% increase in utilization represents roughly $30 million in incremental profits. In addition, the company is adding capacity in China, where they will become the only local source for the higher grade carbon blacks needed for better quality tires.

Another longer term driver of growth is expected to come from their purification solutions business, which is composed of the assets of Norit N.V., acquired by Cabot in July 2012 for $1.1 billion. This business produces activated carbon granules and powder that have traditionally been used as filtration material in a variety of end markets, including water treatment, pharmaceutical manufacturing and food and beverage production. More recently, activated carbon systems have emerged as the most economically viable solution for U.S. based coal fired utilities to meet the 2015 Mercury and Air Toxics Standards regulations. This end market is expected to at least quadruple to approximately 400 million pounds annually when the regulations go into effect in 2015. Cabot, one of only three companies that can supply the activated carbon needed for these systems, enjoys a 50% share of the market today and we are hopeful that they will retain a sizeable share of the market as it expands beginning in 2015.

Looking out two to three years, Cabot expects to generate earnings approaching $5.00 per share as well as have strong free cash flow with which it can improve its balance sheet and make additional strategic investments.

During the quarter we purchased shares in Hercules Offshore Inc. The company provides shallow water drilling and marine services to the oil and natural gas exploration and production industry. Major customers include integrated energy companies (such as Chevron and Saudi Aramco) as well as smaller independent offshore operators. The majority of the company's $700 million annual revenue comes from leasing their fleet of drilling platforms, known in the industry as "jackup rigs", in the Gulf of Mexico. Jackup rigs are mobile, self-elevating temporary drilling platforms equipped with legs that can be lowered to the ocean floor to help lift the platform above sea level. Since the 2010 Deepwater Horizon oil spill, which temporarily dampened activity in the Gulf of Mexico, the company has focused on upgrading their fleet while divesting older non-core divisions. Recent agreements to sell Delta Towing, Inland Barge and Domestic Liftboat segments have helped fund investments in new high-specification jackup rigs. In June 2013 the company announced its intent to acquire the balance of Discovery Offshore (a majority owned investment) for approximately $110 million and to complete the commissioning of two high-specification jackup rigs at a cost of $334 million. These rigs are expected to be used in the North Sea. We expect Discovery to add $60-$80 million of EBITDA in 2014/15 and believe the company will continue to benefit from improving industry conditions in their core Gulf of Mexico business. At less than five times our 2014 estimate of EBITDA we believe the shares are good value.

We are aware that many shareholders have not been receiving our quarterly letters since they may not be distributed to those who are not direct shareholders of the Fund. Accordingly, anyone who wishes to be on our mailing list should either call Cleo Kotis or write to us and we will be happy to add you to the list. Cleo can be reached at 212.698.0750.

With very best wishes.

Sincerely,

J. Dennis Delafield
Tel. 212.698.0752

Vincent Sellecchia
Tel. 212.698.0751

P.S. The net asset value per share of the Fund is determined as of the close of regular trading on the New York Stock Exchange (normally 4:00 P.M., Eastern Time) on each Fund Business Day (as fully described in the Fund prospectus). In addition to the Fund's published NASDAQ listing (symbol: DEFIX), you may check its net asset value by calling 800.697.3863 to speak directly to a Fund representative during the normal business hours of 8:00 A.M. (7:00 P.M., Central Standard Time. During off business hours, you may use the same telephone numbers for a pre-recorded message. The 3-digit code number for The Delafield Fund is 924.

Our website address is: www.tocqueville.com/mutual-funds

This discussion reflects the views of the authors as of the date or dates cited and may change at any time. The information should not be construed as investment advice. No representation is made concerning the accuracy of cited data, nor is there any guarantee that any projection, forecast or opinion will be realized.

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TOTAL RETURN WITH INCOME*

Cumulative	Delafield Fund**	S&P 500 Total Index†	Russell 2000 Total Index†
Quarter ended June 30, 2013	0.82%	2.91%	3.08%
Six months ended June 30, 2013	8.84	13.82	15.86
Inception, November 19, 1993 to June 30, 2013	827.50	407.29	407.45
Annual Average			
One year ended June 30, 2013	22.21	20.60	24.21
Three years ended June 30, 2013	16.65	18.45	18.67
Five years ended June 30, 2013	9.44	7.01	8.77
Ten years ended June 30, 2013	11.21	7.30	9.53
Inception, November 19, 1993 to June 30, 2013	12.03	8.63	8.63

TEN LARGEST HOLDINGS‡

Security Name	% of Total Assets
Dover Corp.	3.62%
Eastman Chemical Co.	3.49%
Staples, Inc.	2.81%
Honeywell International, Inc.	2.68%
Flextronics International, Ltd.	2.37%
PolyOne Corp.	2.35%
Kennametal, Inc.	2.31%
Carpenter Technology Corp.	2.25%
Stanley Black & Decker, Inc.	2.24%
Avery Dennison Corp.	2.20%
TOTAL	**26.31%**

FEES[(a)]

Shareholder Fees	
(fees paid directly from your investment)	
Maximum Sales Charge Imposed on Purchases	None
Maximum Deferred Sales Charge	None
Maximum Sales Charge Imposed on Reinvested Dividends/Distributions	None
Redemption Fee for Shares held 90 days or less (as a percent of amount redeemed)	2.00%
Exchange Fee	None

Annual Fund Operating Expenses	
(expenses that are deducted from Fund assets)	
Management Fees	0.71%
Distribution and Service (12b-1) Fee	0.25%
Other Expenses	0.27%
Total Annual Fund Operating Expenses	**1.23%**

ASSET MIX

	6/30/13	*3/31/13*	*12/31/12*	*9/30/12*	*6/30/12*
Equities	81.59	79.65	79.70	79.26	85.21
Corporate Bonds	3.03	2.69	0.00	0.00	0.00
Real Estate Investment Trust	0.41	0.43	0.40	0.44	0.42
Cash Equivalents	14.97	17.23	19.90	20.30	14.37
TOTAL	100.00%	100.00%	100.00%	100.00%	100.00%

*** The performance data quoted above 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 the original cost. The current performance may be lower or higher than performance data quoted.**
Please visit our website (www.tocqueville.com/mutual-funds/delafield-fund/performance) to obtain the most recent month-end performance data.
The Delafield Fund may invest in the stocks of smaller companies which carry special risks including narrower markets, limited financial and management resources, less liquidity, and greater volatility than the stocks of larger companies. The Fund's investments, which are often value or special situations, are likely to not correlate with the overall market averages. Hence, there may be periods when the Fund's performance may lag these measures.
Kindly consider the investment objectives, risks, and charges and expenses of the Fund carefully before investing. The prospectus contains this and other information about the Fund. Please contact us to obtain a prospectus, which should be read carefully before investing. The Tocqueville Mutual Funds may be offered only to persons in the United States and by way of a prospectus. This letter should not be considered a solicitation or offering of any investment products or services to investors residing outside of the United States.
The Delafield Fund is distributed by Tocqueville Securities L.P., 40 West 57th Street, 19th Floor, New York, NY 10019.

**** The Delafield Fund performance is stated after fees.**
The three month performance does not reflect the redemption fee of 2% on shares redeemed within 90 days of purchase. If deducted, the fee would reduce the performance quoted above. Returns for the periods prior to 9/27/09 reflect the performance of Delafield Fund, Inc. (the "Predecessor Delafield Fund"), which was reorganized into the Delafield Fund on 9/28/09. The Predecessor Delafield Fund had the same Portfolio Managers, investment objectives and investment strategies as the Delafield Fund. Performance since 9/28/09 reflects actual Delafield Fund performance.

† The S&P 500 Index is an unmanaged broad market-weighted average of U.S. blue-chip companies and the Russell 2000 Index is an unmanaged, market-weighted index, with dividends reinvested, of 2,000 small companies, formed by taking the largest 3,000 companies and eliminating the largest 1,000 of those companies. You may not invest directly in the S&P 500 Index or the Russell 2000 Index and, unlike the Fund, they do not incur fees and expenses.

‡ Holdings are expressed as a percentage of total investments and will vary over time. Because the Fund is actively managed there can be no assurances the Fund continues to invest in the securities referenced. Additionally, references to specific securities or industries should not be considered a recommendation for investors.

(a) Represents information from the most current prospectus, dated February 28, 2013.

STATEMENT OF NET ASSETS
June 30, 2013
(Unaudited)

Common Stocks (81.59%)	Shares	Value
Aerospace & Defense (2.68%)		
Honeywell International, Inc.	525,000	$ 41,653,500
Building Products (0.47%)		
Griffon Corp.	650,000	7,312,500
Capital Markets (1.08%)		
The Bank of New York Mellon Corp.	600,000	16,830,000
Chemicals (15.81%)		
Ashland, Inc.	375,000	31,312,500
Axiall Corp.	175,000	7,451,500
Cabot Corp.	810,000	30,310,200
Celanese Corp.	475,000	21,280,000
Chemtura Corp. (a)	1,050,000	21,315,000
Eastman Chemical Co.	775,000	54,257,750
HB Fuller Co.	450,000	17,014,500
Minerals Technologies, Inc.	560,000	23,150,400
OM Group, Inc. (a)	100,000	3,092,000
PolyOne Corp.	1,475,000	36,550,500
		245,734,350
Commercial Services & Supplies (4.16%)		
ACCO Brands Corp. (a)	3,240,000	20,606,400
Avery Dennison Corp.	800,000	34,208,000
Tyco International Ltd. (b)	250,000	8,237,500
Zep, Inc.	100,000	1,583,000
		64,634,900
Communications Equipment (0.79%)		
Harris Corp.	250,000	12,312,500
Computers & Peripherals (0.80%)		
Hewlett-Packard Co.	500,000	12,400,000
Construction & Engineering (0.54%)		
Aegion Corp. (a)	375,000	8,441,250
Containers & Packaging (5.10%)		
Owens-Illinois, Inc. (a)	1,125,000	31,263,750
Sealed Air Corp.	1,425,000	34,128,750
Sonoco Products Co.	400,000	13,828,000
		79,220,500
Electrical Equipment (2.96%)		
Acuity Brands, Inc.	250,000	18,880,000
Brady Corp.	400,000	12,292,000
Hubbell, Inc.	150,000	14,850,000
		46,022,000
Electronic Equipment, Instruments & Components (6.70%)		
Checkpoint Systems, Inc. (a)	800,000	11,352,000
Flextronics International Ltd. (a)(b)	4,750,000	36,765,000
Ingram Micro, Inc. (a)	1,200,000	22,788,000
Kemet Corp. (a)(c)	2,625,000	10,788,750
Plexus Corp. (a)	750,000	22,417,500
		104,111,250
Energy Equipment & Services (0.38%)		
Hercules Offshore, Inc. (a)	850,000	5,984,000
Industrial Conglomerates (1.70%)		
Carlisle Cos., Inc.	425,000	26,481,750

Common Stocks (81.59%)	Shares	Value
Insurance (1.46%)		
XL Group PLC (b)	750,000	$ 22,740,000
Machinery (15.65%)		
Albany International Corp.	475,000	15,665,500
Crane Co.	425,000	25,466,000
Dover Corp.	725,000	56,303,500
Federal Signal Corp. (a)	1,200,000	10,500,000
Harsco Corp.	525,000	12,174,750
IDEX Corp.	325,000	17,488,250
Ingersoll-Rand PLC (b)	325,000	18,044,000
Kennametal, Inc.	925,000	35,917,750
Stanley Black & Decker, Inc.	450,000	34,785,000
Timken Co.	300,000	16,884,000
		243,228,750
Metals & Mining (5.55%)		
Allegheny Technologies, Inc.	340,000	8,945,400
AM Castle & Co. (a)	725,000	11,426,000
Carpenter Technology Corp.	775,000	34,929,250
Horsehead Holding Corp. (a)	500,000	6,405,000
Molycorp, Inc. (a)	2,000,000	12,400,000
Universal Stainless & Alloy Products, Inc. (a)(c)	414,500	12,219,460
		86,325,110
Professional Services (1.76%)		
TrueBlue, Inc. (a)	1,300,000	27,365,000
Semiconductors & Semiconductor Equipment (5.75%)		
Brooks Automation, Inc.	1,250,000	12,162,500
Fairchild Semiconductor International, Inc. (a)	2,175,000	30,015,000
Infineon Technologies AG (b)	2,000,000	16,739,125
LTX-Credence Corp. (a)(c)	2,150,000	12,878,500
Teradyne, Inc. (a)	1,000,000	17,570,000
		89,365,125
Specialty Retail (5.26%)		
Ascena Retail Group, Inc. (a)	1,025,000	17,886,250
Staples, Inc.	2,750,000	43,615,000
The Finish Line, Inc.	925,000	20,220,500
		81,721,750
Textiles, Apparel & Luxury Goods (0.70%)		
Maidenform Brands, Inc. (a)(c)	625,000	10,831,250
Trading Companies & Distributors (2.29%)		
Rush Enterprises, Inc. (a)	475,000	11,756,250
WESCO International, Inc. (a)	350,000	23,786,000
		35,542,250
Total Common Stocks (Cost $906,503,793)		**1,268,257,735**

Corporate Bonds (3.03%)	Principal Amount	
Commercial Banks (0.97%)		
BNP Paribas SA 1.179%, 01/10/2014 (b)(d)	$10,000,000	10,028,810
Royal Bank of Canada 0.504%, 01/06/2015 (b)(d)	5,000,000	5,004,150
		15,032,960

STATEMENT OF NET ASSETS, continued
June 30, 2013
(Unaudited)

Corporate Bonds (3.03%)	Principal Amount	Value
Diversified Financial Services (2.06%)		
Canadian Imperial Bank of Commerce 0.389%, 10/10/2014 (d)	$ 5,000,000	$ 5,000,310
General Electric Capital Corp. 0.654%, 01/09/2015 (d)	14,000,000	14,030,744
The Goldman Sachs Group, Inc. 1.273%, 02/07/2014 (d)	13,000,000	13,035,815
		32,066,869
Total Corporate Bonds (Cost $47,110,048)		**47,099,829**
	Shares	
Real Estate Investment Trust (REIT) (0.41%)		
Kimco Realty Corp.	300,000	6,429,000
Total Real Estate Investment Trust (Cost $2,091,399)		**6,429,000**
Short-Term Investments (14.69%)		
Money Market Fund (1.82%)		
STIT-Treasury Portfolio, 0.02% (d)	28,213,257	28,213,257
	Principal Amount	
U.S. Treasury Bills (12.87%)		
0.080%, 07/25/2013 (e)	$50,000,000	49,997,363
0.056%, 08/22/2013 (e)	50,000,000	49,995,988
0.050%, 09/26/2013 (e)	50,000,000	49,996,050
0.045%, 10/24/2013 (e)	50,000,000	49,992,400
		199,981,801
Total Short-Term Investments (Cost $228,193,440)		**228,195,058**
Total Investments (Cost $1,183,898,680) (99.72%)		**1,549,981,622**
Other Assets in Excess of Liabilities (0.28%)		**4,365,662**
Total Net Assets (100.0%)		**$1,554,347,284**

Percentages are stated as a percent of net assets.
(a) Non-income producing security.
(b) Foreign issued Security. Foreign Concentration (including ADR's) was as follows: Canada 0.32%; Bermuda 1.16%; France 0.65%; Germany 1.08%; Ireland 1.46%, Singapore 2.37%; Switzerland 0.53%.
(c) Affiliated company.
(d) Variable rate security. The rate shown is as of 6/30/13.
(e) Rate shown is the effective yield based on purchase price. The calculation assumes the security is held to maturity.