



Distributed by ALPS Distributors, Inc.
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April 16, 2008

"We simply attempt to be fearful when others are greedy and greedy only when others are fearful"
— Warren Buffett

Dear Shareholder:

Through February, the stock market was off to its worst calendar year in 75 years and the second worst January and February in history. The reasons for this inauspicious start are well documented as the headlines are dominated by references to the continued weakness in the housing markets, the deleterious impact of high oil and commodity prices on the health of the consumer and dislocations in the financial sector.

The relentless disclosure of negative news causes us to believe that the stock market has already discounted a significant amount of this risk in the price of equities. Thus, rather than recounting all of the negative factors affecting the stock market, we thought, consistent with our long-term investment approach, that we would enumerate the reasons why we believe now is an attractive time to consider U.S. stocks.

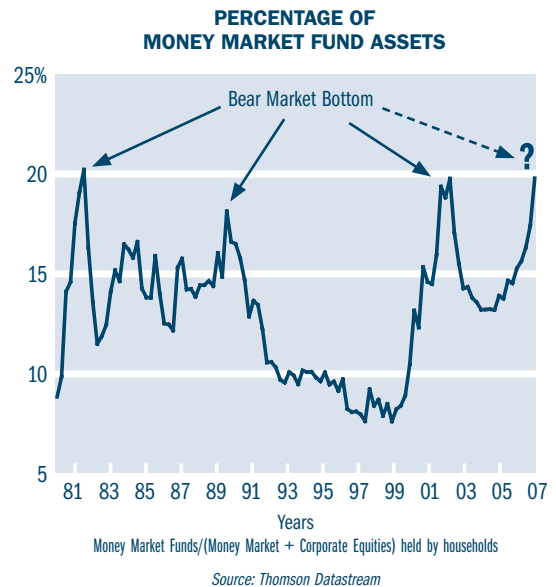
- **Record money market levels.** With a record \$3.5 trillion of assets in money market funds, investors have cash which may be invested in the stock market. Historically, these extreme levels have marked previous market bottoms, as indicated by the chart to the right:

- **Stock valuations are attractive.** As measured by the S&P 500 Index, many companies are trading at their cheapest levels in more than 18 years. Valuations compared to 10-year Treasuries are the lowest in at least two decades.

- **Company buybacks are increasing.** The volume of companies buying back their shares has doubled, compared to the same time period last year. Again, underscoring that companies believe their share prices are attractive.

- **Insiders are purchasing additional shares.** Insider buying in March was 75% higher than the monthly average since 2003, indicating corporate insiders believe that their companies are selling at a discount to their intrinsic value.

- **Fed is taking action to stimulate economy.** The Fed has cut rates by three percentage points since September to a historically low 2.25%, which should provide stimulus for the second half of the year. The government has also provided stimulus through a \$146 billion tax refund, which should also aid the economy in the second half of the year.



While we are certainly not dismissive of the current difficult economic environment, we do believe that pessimism has reached extreme levels creating significant opportunities for contrarian, long-term investors such as Heartland.

The Heartland Funds were not immune to the myriad of negative events that adversely affected the economy and the financial markets during the quarter. We are proud that, despite the adverse market, the Select Value and Value Plus Funds outperformed their respective benchmarks. **As shown in the table below, shareholders can be especially pleased with the Funds' long-term investment results as each Fund has added excess relative returns versus the benchmark.**

In summary, we believe today's stock market presents outstanding values and many companies in the Funds are "on sale" priced well below their intrinsic worth. The portfolios represent a "coiled spring" that should, in our view, perform well as the economy stabilizes, confidence improves and investors return to the market. Recall the remarks of the fabled investor Warren Buffett, who quipped, "We simply attempt to be fearful when others are greedy and greedy only when others are fearful." At this juncture, we believe it is a time to be greedy.

Sincerely,



Bill Nasgovitz
Value Fund



Bradford Evans, CFA
Value Plus, Value Funds



Adam Peck, CFA
Value Plus Fund



Michael Petroff
Value Plus Fund



Hugh Denison
Select Value, Value Funds



David Fondrie, CPA
Select Value Fund



Ted Baszler, CFA, CPA
Select Value Fund



Will R. Nasgovitz
Select Value Fund

AVERAGE ANNUAL TOTAL RETURNS FOR THE PERIOD ENDED MARCH 31, 2008

	Year-To-Date (Not Annualized)	One Year	Three Years	Five Years	Ten Years	Twenty Years	Since Inception*
Heartland Select Value Fund	-6.68%	-7.78%	8.54%	17.50%	9.42%	—	11.76%
Russell 3000 Value Index	-8.55	-10.60	5.87	13.79	5.63	—	9.55
S&P 500 Index	-9.44	-5.08	5.85	11.32	3.50	—	7.61
Heartland Value Plus Fund	1.87%	-1.39%	8.74%	18.45%	8.56%	—	12.02%
Russell 2000 Value Index	-6.53	-16.88	4.33	15.45	7.46	—	10.97
Russell 2000 Index	-9.90	-13.00	5.06	14.90	4.96	—	8.57
Heartland Value Fund	-9.65%	-15.30%	5.50%	17.05%	9.34%	13.66%	14.08%
Russell 2000 Value Index	-6.53	-16.88	4.33	15.45	7.46	11.87	12.34
Russell 2000 Index	-9.90	-13.00	5.06	14.90	4.96	9.79	10.33

*Since inception dates for the Select Value, Value Plus and Value Funds are 10/11/96, 10/26/93 and 12/28/84, respectively.

All of the above are Registered Representatives of ALPS Distributors, Inc. Portfolio managers views are subject to change without notice.

As of the Prospectus dated 5/1/07, the expense ratios for the Heartland Select Value Fund, Value Plus Fund and Value Fund are 1.25%, 1.26% and 1.12%, respectively. The performance of the Heartland Funds reflects the deduction of this expense ratio. The expense ratio comprises fees for value-added services associated with a mutual fund, such as investment management, fund accounting, and distribution and service fees. The performance shown reflects the reinvestment of all dividend and capital gains distributions. More recent information can be found in our most recent Semiannual or Annual Report.

Past performance does not guarantee future results. The performance data quoted represents past performance and current returns may be lower or higher. The investment return and principal value will fluctuate so that an investor's shares, when redeemed may be worth more or less than the original cost. All returns reflect reinvested dividends, but do not reflect the deduction of taxes that an investor would pay on distributions or redemptions. Subject to certain exceptions, shares of a Fund redeemed or exchanged within 10 days of purchase are subject to a 2% redemption fee. Performance does not reflect this fee, which if deducted would reduce performance. Prior to December 1, 2001, the Advisor voluntarily waived a portion of the Select Value Fund's expenses. Without such waivers, Select Value Fund's total returns would have been lower. To obtain performance information current to the most recent month end, please call 1-800-432-7856 or visit www.heartlandfunds.com.

An investor should consider the Funds' investment objectives, risks, and charges and expenses carefully before investing or sending money. This and other important information can be found in the Funds' prospectus. To obtain a prospectus, please call 1-800-432-7856 or visit our website at www.heartlandfunds.com to download. Please read the prospectus carefully before investing.

Index definitions: **Russell 3000 Value Index** measures the performance of those Russell 3000 Index companies with lower price-to-book ratios and lower forecasted growth values. The stocks in this index are also members of either the Russell 1000 Value or the Russell 2000 Value indexes. **S&P 500 Index** is an unmanaged capitalization-weighted index of 500 of the largest stocks (in terms of market value) in the United States representing 88 separate industries. **Russell 2000 Value Index** measures the performance of those Russell 2000 companies with lower price-to-book ratios and lower forecasted growth values. **Russell 2000 Index** is an unmanaged index of stocks consisting of the smaller two-thirds of the 3,000 largest publicly traded U.S. companies. All indices are unmanaged. It is not possible to invest directly in an index.

Investment in the Funds involves risk, including loss of principal.