## Dreyfus Investment Portfolios, Core Bond Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

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## Dreyfus Investment Portfolios, The Portfolio



### LETTER FROM THE CHAIRMAN

#### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Core Bond Portfolio, covering the six-month period from January 1, 2006, through June 30, 2006.

After a long period of remarkable resilience, the U.S. bond market encountered heightened volatility during the first half of 2006, as investors reacted to each new release of economic data or comment from members of the Federal Reserve Board (the "Fed"). The economic data often painted a contradictory picture, sometimes suggesting that inflationary pressures were increasing and, at other times, seeming to point to milder economic growth. The Fed also sent mixed signals as investors attempted to determine whether the U.S. central bank might pause in its tightening campaign after seventeen consecutive rate hikes since June 2004.

In the judgment of our Chief Economist, Richard Hoey, the U.S. economy may be moving into a more mature, slower-growth phase. However, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the portfolio performed during the reporting period, as well as market perspectives, we have provided a Discussion of Performance given by the portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

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Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



## DISCUSSION OF PERFORMANCE

Kent Wosepka, Portfolio Manager

## How did Dreyfus Investment Portfolios, Core Bond Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, the portfolio's Initial shares achieved a total return of -0.34%, and its Service shares achieved a total return of -0.36%.<sup>1</sup> The portfolio produced aggregate income dividends of \$0.30 per share for both its Initial and Service shares. In comparison, the Lehman Brothers U.S. Aggregate Index (the "Index"), the portfolio's benchmark, produced a total return of -0.72% for the same period. <sup>2</sup>

Although bonds generally fared well over the first four months of 2006, heightened inflation and economic concerns sparked a downturn in May and June, more than erasing earlier gains. The portfolio's returns fared better than the Index, primarily due to our emphasis on some of the better-performing market sectors and relatively defensive security selection strategies within those areas.

#### What is the portfolio's investment approach?

The portfolio seeks to maximize total return through both capital appreciation and current income. The portfolio invests at least 80% of its assets in bonds, including U.S. government bonds and notes, corporate bonds, convertible securities, asset-backed securities, mortgage-related securities and foreign bonds. The portfolio may invest up to 35% of its assets in bonds rated below investment-grade credit quality, also known as high yield securities.

Typically, the portfolio can be expected to have an average effective maturity of between five and 10 years and an average effective duration between 3.5 and six years. While the portfolio's duration and maturity usually will stay within these ranges, if the maturity or duration of the Index moves outside these ranges, so may the portfolio's.

#### What other factors affected the portfolio's performance?

As it has since June 2004, the Federal Reserve Board (the "Fed") continued to raise short-term interest rates, driving the overnight federal funds rate to 5.25% by the reporting period's end. Nonetheless, the U.S. economy continued to grow at a fairly robust rate, expanding by 5.6% in the first quarter alone. Still, fixed-income investors appeared relatively unconcerned about inflation or credit risks through the first four months of the year, helping to support relative returns in both the more interest-rate- and credit-sensitive areas of the bond market, including U.S. Treasury securities and corporate bonds, respectively.

Investor sentiment appeared to change dramatically in early May, when hawkish comments by Fed Chairman Ben Bernanke were interpreted as a signal that interest rates might move higher than previously expected, potentially choking off economic growth. At the same time, prices of energy supplies, industrial commodities and precious metals moved sharply higher, sparking renewed inflation concerns. The resulting "flight to quality" caused prices of previously high-flying emergingmarkets bonds and some corporate securities to fall sharply, while other areas of the bond market declined less severely.

The portfolio benefited in this environment from its relatively short average duration, which helped limit its sensitivity to rising interest rates. In addition, while we emphasized some of the market's more credit-sensitive areas throughout the reporting period, our relatively defensive security selection strategy within those sectors helped the portfolio weather the downturn better than the Index. For example, we invested a higher percentage of the portfolio's assets in high yield and investment-grade corporate bonds than the Index, but our focus on credits with relatively short maturities helped limit volatility. In addition, we successfully avoided bonds backed by companies engaged in leveraged buyouts or other activities that we considered unfriendly to bondholders. Instead, we favored issuers with strong balance sheets and sound business fundamentals. Finally, the portfolio's holdings of emerging-markets currencies and an underweighted position in mortgage-backed securities made modestly positive contributions to relative performance.

During May and June, yields on U.S. Treasuries rose as the market priced in expectations of higher inflation and tighter Federal Reserve monetary policy. Throughout the reporting period, the portfolio owned more intermediate term bonds, also known as a "bulleted" yield-curve strategy. With the sell-off in longer maturity bonds, our strategy helped to protect the portfolio from the full brunt of long-term price volatility. Still, it was not enough to offset overall negative performance, to which both the portfolio and bond market—as measured by the Index—were subject.

#### What is the portfolio's current strategy?

When the Fed implemented its seventeenth consecutive rate hike in late June, changes in the accompanying statement suggested that the tightening campaign may be nearing completion. In our view, monetary policy is now neutral, and any further increases will depend on the economic data.

Therefore, we have lengthened the portfolio's average duration toward a position that is more in line with the Index. In addition, we have retained the portfolio's bulleted yield-curve positioning in anticipation of wider yield spreads between shorter- and longer-term bonds. We also have maintained a relatively defensive security selection strategy, including an effort to avoid corporate issuers that may engage in leveraged buyouts. While we remain cautious regarding emerging-markets bonds and currencies, we occasionally have attempted to take advantage of market volatility by establishing positions in certain currencies, such as the Brazil real, at prices we believe to be attractive.

July 17, 2006

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Core Bond Portfolio may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement that is in effect through December 31, 2006, at which time it may be extended, modified or terminated. Had these expenses not been absorbed, the portfolio's returns would have been lower.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects reinvestment of dividends and, where applicable, capital gain distributions. The Lehman Brothers U.S. Aggregate Index is a widely accepted, unmanaged total return index of corporate, U.S. government and U.S. government agency debt instruments, mortgage-backed securities and asset-backed securities with an average maturity of 1-10 years.

## UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Core Bond Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 3.86        | \$ 3.96        |  |
| Ending value (after expenses) | \$996.60       | \$996.40       |  |

## COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 3.91        | \$ 4.01        |  |
| Ending value (after expenses) | \$1,020.93     | \$1,020.83     |  |

*†* Expenses are equal to the portfolio's annualized expense ratio of .78% for Initial shares and .80% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

## STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Bonds and Notes-143.7%   | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                |
|--|--------------------|------------------|--------------------------|---------------------------|
| Aerospace & Defense1%  |                    |                  |                          |                           |
| L-3 Communications,<br>Bonds                                     | 3.00               | 8/1/35           | 60,000 ª                 | 58,800                    |
| Agricultural6%   |                    |                  |                          |                           |
| Altria Group,<br>Debs.   | 7.75               | 1/15/27          | 160,000                  | 180,017                   |
| Altria Group,<br>Notes   | 7.00               | 11/4/13          | 180,000                  | 190,172                   |
| notes  | 1.00               | 11/1/10          | 100,000                  | 370,189                   |
| Airlines0%   |                    |                  |                          |                           |
| US Airways,  |                    |                  |                          |                           |
| Enhanced Equip. Notes, Ser. CL C                                 | 8.93               | 10/15/09         | 42,614 b,c               | 4                         |
| Asset-Backed Ctfs./  |                    |                  |                          |                           |
| Automobile Receivables-1.5%                                      |                    |                  |                          |                           |
| Capital One Prime Auto Receivables<br>Trust, Ser. 2006-1, Cl. A1 | 4.87               | 3/15/07          | 137,653                  | 137,626                   |
| Ford Credit Auto Owner Trust,<br>Ser. 2004-A, Cl. C              | 4.19               | 7/15/09          | 160,000                  | 157,124                   |
| Ford Credit Auto Owner Trust,<br>Ser. 2005-B, Cl. B              | 4.64               | 4/15/10          | 185,000                  | 180,756                   |
| Hyundai Auto Receivables Trust,<br>Ser. 2006-A, Cl. A2           | 5.13               | 2/16/09          | 200,000                  | 199,677                   |
| WFS Financial Owner Trust,<br>Ser. 2005-2, Cl. B                 | 4.57               | 11/19/12         | 250,000                  | 244,758                   |
| Asset-Backed Ctfs./Credit Cards-1.                               | 10/2               |                  |                          | 919,941                   |
| BA Credit Card Master Note Trust.                                | 470                |                  |                          |                           |
| Ser. 2002-C1, Cl. C1   | 6.80               | 7/15/14          | 525,000                  | 547,459                   |
| Capital One Multi-Asset Execution                                |                    |                  |                          |                           |
| Trust, Ser. 2004-C1, Cl. C1                                      | 3.40               | 11/16/09         | 335,000                  | 330,968<br><b>878,427</b> |
| Asset-Backed Ctfs./<br>Home Equity Loans-11.3%                   |                    |                  |                          |                           |
| Accredited Mortgage Loan Trust,<br>Ser. 2005-2, Cl. A2A          | 5.42               | 7/25/35          | 47,222 d                 | 47,250                    |
| Bayview Financial Acquisition<br>Trust, Ser. 2005-B, Cl. 1A6     | 5.21               | 4/28/39          | 235,000                  | 222,670                   |
| Bear Stearns Asset Backed<br>Securities, Ser. 2005-TC1,          | 5.21               | 4,20,39          | 200,000                  | 222,010                   |
| Cl. A1   | 5.43               | 5/25/35          | 20,330 d                 | 20,330                    |
|  |                    |                  |                          |                           |

| Bonds and Notes (continued)   | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$) |
|---|--------------------|------------------|--------------------------|------------|
| Asset-Backed Ctfs./<br>Home Equity Loans (continued)                                  |                    |                  |                          |            |
| Citigroup Mortgage Loan Trust,<br>Ser. 2005-OPT3, Cl. A1A                             | 5.41               | 5/25/35          | 110,401 d                | 110,410    |
| Conseco Finance Home Loan Trust,<br>Ser. 2000-E, Cl. A5                               | 8.02               | 8/15/31          | 90,527                   | 91,783     |
| Countrywide Asset-Backed Ctfs.,<br>Ser. 2006-1, Cl. AF1                               | 5.45               | 7/25/36          | 292,107 d                | 292,307    |
| Credit-Based Asset Servicing and<br>Securitization, Ser. 2005-CB4,<br>Cl. AV1         | 5.42               | 8/25/35          | 70,875 d                 | 70,935     |
| Credit-Based Asset Servicing and<br>Securitization, Ser. 2006-CB1,<br>Cl. AF1         | 5.46               | 1/25/36          | 235,027                  | 233,627    |
| Credit-Based Asset Servicing and<br>Securitization, Ser. 2005-CB8,<br>CI. AF5         | 5.65               | 12/25/35         | 335,000                  | 323,956    |
| Credit-Based Asset Servicing and<br>Securitization, Ser. 2006-CB2,<br>Cl. AF1         | 5.72               | 12/25/36         | 121,217                  | 120,706    |
| CS First Boston Mortgage<br>Securities, Ser. 2002-HE4,<br>Cl. MF1                     | 6.94               | 8/25/32          | 140,000                  | 140,159    |
| First Franklin Mortgage Loan Asset<br>Backed Certificates,<br>Ser. 2005-FFH3, Cl. 2A1 | 5.45               | 9/25/35          | 167,576 d                | 167,699    |
| First NLC Trust,<br>Ser. 2005-3, Cl. AV2  | 5.55               | 12/25/35         | 460,000 d                | 460,508    |
| GSAA Trust,<br>Ser. 2006-7, Cl. AV1   | 5.40               | 3/25/46          | 581,228 d                | 584,806    |
| Home Equity Asset Trust,<br>Ser. 2005-8, Cl. M4                                       | 5.90               | 2/25/36          | 185,000 d                | 185,836    |
| Home Equity Asset Trust,<br>Ser. 2005-8, Cl. M7                                       | 6.44               | 2/25/36          | 125,000 d                | 126,531    |
| Mastr Asset Backed Securities<br>Trust, Ser. 2005-WMC1, Cl. A3                        | 5.42               | 3/25/35          | 895 d                    | 895        |
| Merrill Lynch Mortgage Investors,<br>Ser. 2005-WMC2, Cl. A2A                          | 5.41               | 4/25/36          | 4,845 d                  | 4,844      |
| Morgan Stanley ABS Capital I,<br>Ser. 2005-WMC2, Cl. A2A                              | 5.40               | 2/25/35          | 5,065 d                  | 5,068      |
| Morgan Stanley ABS Capital I,<br>Ser. 2005-NC2, Cl. A3A                               | 5.40               | 3/25/35          | 79,360 d                 | 79,414     |
|   |                    |                  |                          |            |

| Bonds and Notes (continued)   | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$) |
|---|--------------------|------------------|--------------------------|------------|
| Asset-Backed Ctfs./   |                    |                  |                          |            |
| Home Equity Loans (continued)   |                    |                  |                          |            |
| Morgan Stanley ABS Capital I,<br>Ser. 2005-WMC3, Cl. A2A                  | 5.41               | 3/25/35          | 19,125 d                 | 19,136     |
| Morgan Stanley ABS Capital I,<br>Ser. 2005-WMC6, Cl. A2A                  | 5.43               | 7/25/35          | 164,608 d                | 164,746    |
| Morgan Stanley Home Equity Loans,<br>Ser. 2006-3, Cl. A1                  | 5.37               | 4/25/36          | 190,798 d                | 190,899    |
| Newcastle Mortgage Securities<br>Trust, Ser. 2006-1, Cl. A1               | 5.39               | 4/25/36          | 543,241 d                | 543,657    |
| Ownit Mortgage Loan Asset Backed<br>Certificates, Ser. 2006-1,<br>Cl. AF1 | 5.42               | 12/25/36         | 303,092                  | 300,961    |
| Popular ABS Mortgage Pass-Through<br>Trust, Ser. 2005-6, Cl. M1           | 5.91               | 1/25/36          | 205,000                  | 200,747    |
| Renaissance Home Equity Loan<br>Trust, Ser. 2006-1, Cl. AF2               | 5.53               | 5/25/36          | 300,000                  | 298,271    |
| Residential Asset Mortgage<br>Products, Ser. 2004-RS12,<br>Cl. Al6        | 4.55               | 12/25/34         | 180,000                  | 171,456    |
| Residential Asset Mortgage<br>Products, Ser. 2005-RS3,<br>Cl. AIA1        | 5.42               | 3/25/35          | 70,920 d                 | 70,971     |
| Residential Asset Mortgage<br>Products, Ser. 2005-RZ1, Cl. A1             | 5.42               | 4/25/35          | 69,746 d                 | 69,800     |
| Residential Asset Mortgage<br>Products, Ser. 2005-RS2,                    | 5 42               | 2/25/25          | 21 102 d                 | 21 21 4    |
| Cl. All1<br>Residential Asset Mortgage<br>Products, Ser. 2004-RS12,       | 5.43               | 2/25/35          | 31,192 d                 | 31,216     |
| Cl. All1  | 5.45               | 6/25/27          | 50,178 d                 | 50,214     |
| Residential Asset Mortgage<br>Products, Ser. 2005-EFC5,<br>Cl. M1         | 5.72               | 10/25/35         | 220,000 d                | 220,447    |
| Residential Asset Mortgage<br>Products, Ser. 2005-RS2, Cl. M2             | 5.80               | 2/25/35          | 210,000 d                | 212,801    |
| Residential Asset Mortgage<br>Products, Ser. 2005-RS2, Cl. M3             | 5.87               | 2/25/35          | 70,000 d                 | 71,103     |
| Residential Asset Securities,<br>Ser. 2006-EMX3, Cl. A1                   | 5.38               | 4/25/36          | 192,306 d                | 192,441    |
| Residential Asset Securities,<br>Ser. 2005-EMX1, Cl. Al1                  | 5.42               | 3/25/35          | 40,406 d                 | 40,436     |
|   |                    |                  |                          |            |

|  | Coupon   | Maturity | Principal   |                           |
|--|----------|----------|-------------|---------------------------|
| Bonds and Notes (continued)  | Rate (%) | Date     | Amount (\$) | Value (\$)                |
| Asset-Backed Ctfs./<br>Home Equity Loans (continued)                       |          |          |             |                           |
| Residential Asset Securities,<br>Ser. 2005-EMX3, Cl. M1                    | 5.75     | 9/25/35  | 215,000 d   | 216,067                   |
| Residential Asset Securities,<br>Ser. 2005-EMX3, Cl. M2                    | 5.77     | 9/25/35  | 240,000 d   | 240,975                   |
| Residential Funding Mortgage<br>Securities II, Ser. 2006-HSA2,<br>CI. Al1  | 5.43     | 3/25/36  | 84,694 d    | 84,740                    |
| Soundview Home Equity Loan Trust,<br>Ser. 2005-B, Cl. M2                   | 5.73     | 5/25/35  | 150,000     | 146,683                   |
| Specialty Underwriting &<br>Residential Finance,                           |          |          |             |                           |
| Ser. 2005-BC2, Cl. A2A<br>Specialty Underwriting &                         | 5.42     | 12/25/35 | 48,685 d    | 48,723                    |
| Residential Finance,<br>Ser. 2005-BC1, Cl. A1A                             | 5.43     | 12/25/35 | 38,677 d    | 38,704                    |
| Specialty Underwriting &<br>Residential Finance,<br>Ser. 2004-BC4, Cl. A2A | 5.47     | 10/25/35 | 13,834 d    | 13,841                    |
|  | 5.47     | 10/25/55 | 13,034 9    | 6,928,769                 |
| Asset-Backed Ctfs./<br>Manufactured Housing8%                              |          |          |             |                           |
| Green Tree Financial,<br>Ser. 1994-7, Cl. M1                               | 9.25     | 3/15/20  | 247,137     | 255,814                   |
| Origen Manufactured Housing,<br>Ser. 2005-B, Cl. A2                        | 5.25     | 12/15/18 | 150,000     | 147,590                   |
| Origen Manufactured Housing,<br>Ser. 2005-B, Cl. M2                        | 6.48     | 1/15/37  | 105,000     | 102,154<br><b>505,558</b> |
| Auto Manufacturing-1.1%  |          |          |             |                           |
| DaimlerChrysler NA Holding,<br>Notes                                       | 4.88     | 6/15/10  | 110,000     | 105,242                   |
| DaimlerChrysler NA Holding,<br>Gtd. Notes                                  | 5.74     | 3/13/09  | 200,000 d   | 200,285                   |
| DaimlerChrysler NA Holding,<br>Gtd. Notes, Ser. E                          | 5.68     | 10/31/08 | 365,000 d   | 366,857<br><b>672,384</b> |

| Bonds and Notes (continued)                            | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
|--|--------------------|------------------|--------------------------|-----------------------------|
| Banking-6.1%   |                    |                  |                          |                             |
| Chevy Chase Bank FSB,<br>Sub. Notes                    | 6.88               | 12/1/13          | 160,000                  | 160,800                     |
| Chuo Mitsui Trust & Banking,<br>Sub. Notes             | 5.51               | 12/29/49         | 300,000 a,d              | 274,043                     |
| Colonial Bank NA/Montgomery, AL,<br>Sub. Notes         | 6.38               | 12/1/15          | 250,000                  | 248,377                     |
| Crestar Capital Trust I,<br>Gtd. Cap. Secs             | 8.16               | 12/15/26         | 340,000                  | 356,276                     |
| Industrial Bank of Korea,<br>Sub. Notes                | 4.00               | 5/19/14          | 325,000 <sup>a,d</sup>   | 306,504                     |
| Popular North America,<br>Notes                        | 5.65               | 12/12/07         | 180,000 d                | 180,405                     |
| Sovereign Bancorp,<br>Sr. Notes                        | 5.51               | 3/1/09           | 290,000 a,d              | 290,510                     |
| USB Capital IX,<br>Gtd. Notes                          | 6.19               | 4/15/42          | 470,000 d                | 460,076                     |
| Washington Mutual,<br>Notes                            | 5.37               | 1/15/10          | 75,000 d                 | 75,381                      |
| Washington Mutual,<br>Sub. Notes                       | 4.63               | 4/1/14           | 330,000                  | 298,599                     |
| Washington Mutual Preferred<br>Funding Delaware, Bonds | 6.53               | 3/29/49          | 200,000 a,d              | 192,282                     |
| Wells Fargo Capital I,<br>Gtd. Cap. Secs               | 7.96               | 12/15/26         | 165,000                  | 172,604                     |
| Western Financial Bank,<br>Sub. Debs.                  | 9.63               | 5/15/12          | 230,000                  | 253,250                     |
| Zions Bancorporation,<br>Sr. Unscd. Notes              | 5.23               | 4/15/08          | 275,000 d                | 275,210                     |
| Zions Bancorporation,<br>Sub. Notes                    | 6.00               | 9/15/15          | 185,000                  | 183,642<br><b>3,727,959</b> |
| Building & Construction-1.3%                           |                    |                  |                          |                             |
| American Standard,<br>Gtd. Notes                       | 7.38               | 2/1/08           | 205,000                  | 208,886                     |
| Centex,<br>Notes                                       | 4.75               | 1/15/08          | 100,000                  | 98,102                      |
|  |                    |                  |                          |                             |

|   | Coupon   | Maturity | Principal   |            |
|---|----------|----------|-------------|------------|
| Bonds and Notes (continued)               | Rate (%) | Date     | Amount (\$) | Value (\$) |
| Building & Construction (continued)       |          |          |             |            |
| DR Horton,                                |          |          |             |            |
| Gtd. Notes                                | 5.88     | 7/1/13   | 180,000     | 169,357    |
| DR Horton,                                |          |          |             |            |
| Gtd. Notes                                | 8.00     | 2/1/09   | 115,000     | 119,642    |
| Schuler Homes,                            | 10 50    |          | 170.000     | 170100     |
| Gtd. Notes                                | 10.50    | 7/15/11  | 170,000     | 179,100    |
|   |          |          |             | 775,087    |
| Chemicals-1.3%                            |          |          |             |            |
| Equistar Chemicals/Funding,<br>Gtd. Notes | 10.13    | 9/1/08   | 65,000      | 68,738     |
| ICI North America,                        | 10.15    | 9/1/08   | 65,000      | 00,130     |
| Debs.                                     | 8.88     | 11/15/06 | 75,000      | 75,732     |
| ICI Wilmington,                           | 0.00     | 11,13,00 | 13,000      | 13,132     |
| Gtd. Notes                                | 4.38     | 12/1/08  | 50,000      | 48,280     |
| ICI Wilmington,                           |          |          | ,           | -,         |
| Gtd. Notes                                | 5.63     | 12/1/13  | 145,000     | 139,241    |
| ICI Wilmington,                           |          |          |             |            |
| Gtd. Notes                                | 7.05     | 9/15/07  | 100,000 e   | 101,039    |
| Lubrizol,                                 |          |          |             |            |
| Debs.                                     | 6.50     | 10/1/34  | 95,000 e    | 91,143     |
| RPM International,                        |          |          |             |            |
| Sr. Notes                                 | 4.45     | 10/15/09 | 105,000     | 100,102    |
| RPM International,<br>Bonds               | 6.25     | 12/15/13 | 1 80 000    | 177 221    |
| Bonus                                     | 0.20     | 12/15/13 | 180,000     | 177,221    |
| Commercial & Professional Services        | 1 20/    |          |             | 801,496    |
|   | -1.3%    |          |             |            |
| Aramark Services,<br>Gtd. Notes           | 6.38     | 2/15/08  | 250,000     | 249,350    |
| Aramark Services.                         | 0.50     | 2/13/00  | 230,000     | 249,550    |
| Gtd. Notes                                | 7.00     | 5/1/07   | 240,000     | 240,655    |
| Erac USA Finance,                         |          | -,.,     | ,           | ,          |
| Notes                                     | 5.40     | 4/30/09  | 90,000 a,d  | 90,113     |
| Erac USA Finance,                         |          |          |             |            |
| Notes                                     | 7.95     | 12/15/09 | 100,000 a   | 106,087    |
| RR Donnelley & Sons,                      |          |          |             |            |
| Notes                                     | 5.00     | 11/15/06 | 105,000     | 104,510    |
|   |          |          |             | 790,715    |
|   |          |          |             |            |

| Bonds and Notes (continued)   | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$) |
|---|--------------------|------------------|--------------------------|------------|
| Commercial Mortgage<br>Pass-Through Ctfs.–6.2%                                      |                    |                  |                          |            |
| Bayview Commercial Asset Trust,<br>Ser. 2006-SP1, Cl. A1                            | 5.59               | 4/25/36          | 205,332 <sup>a,d</sup>   | 205,396    |
| Bayview Commercial Asset Trust,<br>Ser. 2004-1, Cl. A                               | 5.68               | 4/25/34          | 122,768 a,d              | 122,999    |
| Bayview Commercial Asset Trust,<br>Ser. 2005-3A, Cl. A2                             | 5.72               | 11/25/35         | 254,063 <sup>a,d</sup>   | 254,063    |
| Bayview Commercial Asset Trust,<br>Ser. 2003-1, Cl. A                               | 5.90               | 8/25/33          | 110,348 a,d              | 110,947    |
| Bayview Commercial Asset Trust,<br>Ser. 2003-2, Cl. A                               | 5.90               | 12/25/33         | 142,558 <sup>a,d</sup>   | 143,004    |
| Bayview Commercial Asset Trust,<br>Ser. 2006-1A, Cl. B3                             | 8.27               | 4/25/36          | 97,620 a,d               | 97,620     |
| Bayview Commercial Asset Trust,<br>Ser. 2005-3A, Cl. B3                             | 8.32               | 11/25/35         | 94,097 a,d               | 95,582     |
| Bear Stearns Commercial Mortgage<br>Securities, Ser. 2003-T12,<br>Cl. A3            | 4.24               | 8/13/39          | 345,000                  | 325,732    |
| Bear Stearns Commercial Mortgage<br>Securities, Ser. 2004-PWR5,<br>Cl. A2           | 4.25               | 7/11/42          | 150,000                  | 143,492    |
| Bear Stearns Commercial Mortgage<br>Securities, Ser. 2005-T18,                      | 4.25               | 7711742          | 150,000                  | 143,492    |
| Cl. A2<br>Bear Stearns Commercial Mortgage  | 4.56               | 2/13/42          | 185,000                  | 178,596    |
| Securities. Ser. 1998-C1,<br>Cl. A2   | 6.44               | 6/16/30          | 185,000                  | 187,170    |
| Calwest Industrial Trust,<br>Ser. 2002-CALW, Cl. A                                  | 6.13               | 2/15/17          | 190,000 ª                | 193,493    |
| Credit Suisse/Morgan Stanley<br>Commercial Mortgage<br>Certificate, Ser. 2006-HC1A, |                    |                  |                          |            |
| CI. A1  | 5.39               | 5/15/23          | 295,000 <sup>a,d</sup>   | 295,272    |
| Crown Castle Towers,<br>Ser. 2005-1 A, Cl. D  | 5.61               | 6/15/35          | 170,000 a                | 165,638    |
| DLJ Commercial Mortgage,<br>Ser. 1998-CF2, Cl. A1B                                  | 6.24               | 11/12/31         | 150,000                  | 151,635    |

| Bonds and Notes (continued)                           | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
|---|--------------------|------------------|--------------------------|-----------------------------|
| Commercial Mortgage<br>Pass-Through Ctfs. (continued) |                    |                  |                          |                             |
| Global Signal Trust,<br>Ser. 2006-1, Cl. D            | 6.05               | 2/15/36          | 225,000 ª                | 223,065                     |
| Global Signal Trust,<br>Ser. 2006-1, Cl. E            | 6.50               | 2/15/36          | 50,000 ª                 | 49,574                      |
| GMAC Commercial Mortgage<br>Securities, Ser. 2003-C3, |                    |                  | 405 000                  | 100.011                     |
| Cl. A2<br>Morgan Stanley Capital I,                   | 4.22               | 4/10/40          | 125,000                  | 120,211                     |
| Ser. 1999-RM1, Cl. A2<br>Washington Mutual Asset      | 6.71               | 12/15/31         | 72,074                   | 73,355                      |
| Securities, Ser. 2003-C1A,<br>Cl. A                   | 3.83               | 1/25/35          | 682,724 ª                | 649,886<br><b>3,786,730</b> |
| Diversified Financial<br>Services-10.4%               |                    |                  |                          |                             |
| Ameriprise Financial,<br>Jr. Sub. Bonds               | 7.52               | 6/1/66           | 145,000 d                | 146,130                     |
| Amvescap,<br>Notes                                    | 4.50               | 12/15/09         | 330,000                  | 315,732                     |
| Amvescap,<br>Notes                                    | 5.38               | 12/15/14         | 100,000                  | 94,711                      |
| Amvescap,<br>Sr. Notes                                | 5.90               | 1/15/07          | 135,000                  | 135,106                     |
| CIT Group,<br>Sr. Notes                               | 5.32               | 8/15/08          | 275,000 <sup>d,e</sup>   | 275,707                     |
| Countrywide Home Loans,<br>Gtd. Notes, Ser. J         | 5.50               | 8/1/06           | 145,000                  | 145,013                     |
| Countrywide Home Loans,<br>Notes                      | 4.13               | 9/15/09          | 190,000 e                | 180,822                     |
| Countrywide Home Loans,<br>Notes, Ser. L              | 2.88               | 2/15/07          | 400,000                  | 393,388                     |
| Fondo LatinoAmericano De Reservas,<br>Notes           | 3.00               | 8/1/06           | 440,000 ª                | 439,326                     |
| Ford Motor Credit,<br>Notes                           | 5.63               | 10/1/08          | 200,000                  | 185,107                     |
| General Motors Acceptance,<br>Notes                   | 5.97               | 1/16/07          | 275,000 d                | 274,225                     |
| Glencore Funding,<br>Gtd. Notes                       | 6.00               | 4/15/14          | 380,000 a                | 347,572                     |
|   | 0.00               | .,,.             | 000,000                  | 0,012                       |

| Bonds and Notes (continued)                | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                 |
|--|--------------------|------------------|--------------------------|----------------------------|
| Diversified Financial Services (con        | tinued)            |                  |                          |                            |
| HSBC Finance,<br>Sr. Notes                 | 5.68               | 9/14/12          | 415,000 <sup>d,e</sup>   | 417,304                    |
| Jefferies Group,<br>Sr. Notes              | 7.75               | 3/15/12          | 100,000                  | 107,542                    |
| Kaupthing Bank,<br>Notes                   | 7.13               | 5/19/16          | 300,000 a                | 300,616                    |
| Leucadia National,<br>Sr. Notes            | 7.00               | 8/15/13          | 145,000                  | 141,375                    |
| MBNA Capital A,<br>Gtd. Cap. Secs., Ser. A | 8.28               | 12/1/26          | 115,000                  | 120,574                    |
| Mizuho JGB Investment,<br>Bonds            | 9.87               | 12/29/49         | 130,000 a,d              | 139,259                    |
| MUFG Capital Finance Tier 1,<br>Gtd. Bonds | 6.35               | 7/15/49          | 305,000 d                | 294,737                    |
| Pemex Finance,<br>Bonds                    | 9.69               | 8/15/09          | 325,000                  | 346,829                    |
| Residential Capital,<br>Gtd. Notes         | 6.90               | 4/17/09          | 325,000 <sup>a,d</sup>   | 325,226                    |
| Residential Capital,<br>Sr. Unscd. Notes   | 6.38               | 6/30/10          | 125,000                  | 123,406                    |
| SB Treasury Co.,<br>Bonds                  | 9.40               | 12/29/49         | 360,000 a,d              | 382,576                    |
| St. George Funding,<br>Bonds               | 8.49               | 12/29/49         | 275,000 ª                | 292,186                    |
| Tokai Preferred Capital,<br>Bonds          | 9.98               | 12/29/49         | 305,000 <sup>a,d</sup>   | 327,329                    |
| Windsor Financing,<br>Gtd. Notes           | 5.88               | 7/15/17          | 100,000 a                | 96,908<br><b>6,348,706</b> |
| Diversified Metals & Mining-1.2%           |                    |                  |                          | 0,0 10,1 00                |
| Falconbridge,<br>Bonds                     | 5.38               | 6/1/15           | 35,000                   | 31,961                     |
| Falconbridge,<br>Debs.                     | 7.35               | 11/1/06          | 275,000                  | 276,301                    |
| Falconbridge,<br>Notes                     | 6.00               | 10/15/15         | 220,000                  | 209,841                    |
| Southern Copper,<br>Sr. Notes              | 7.50               | 7/27/35          | 215,000                  | 206,342<br><b>724,445</b>  |

|   | Coupon   | Maturity | Principal   |                             |
|---|----------|----------|-------------|-----------------------------|
| Bonds and Notes (continued)                       | Rate (%) | Date     | Amount (\$) | Value (\$)                  |
| Electric Utilities–5.5%                           |          |          |             |                             |
| Ameren,<br>Bonds                                  | 4.26     | 5/15/07  | 305,000     | 301,001                     |
| American Electric Power,<br>Sr. Notes             | 4.71     | 8/16/07  | 145,000 d   | 143,263                     |
| Cinergy,<br>Debs.                                 | 6.53     | 12/16/08 | 135,000     | 137,130                     |
| Cogentrix Energy,<br>Gtd. Notes                   | 8.75     | 10/15/08 | 200,000 ª   | 215,000                     |
| Consumers Energy,<br>First Mortgage Bonds, Ser. B | 5.38     | 4/15/13  | 310,000     | 297,913                     |
| Dominion Resources/VA,<br>Sr. Notes, Ser. D       | 5.79     | 9/28/07  | 370,000 d   | 370,354                     |
| FirstEnergy,<br>Notes, Ser. A                     | 5.50     | 11/15/06 | 110,000     | 109,879                     |
| FirstEnergy,<br>Notes, Ser. B                     | 6.45     | 11/15/11 | 350,000     | 356,532                     |
| FPL Energy National Wind,<br>Scd. Notes           | 5.61     | 3/10/24  | 95,038 ª    | 91,239                      |
| FPL Group Capital,<br>Gtd. Debs., Ser. B          | 5.55     | 2/16/08  | 290,000     | 289,069                     |
| Mirant North America,<br>Sr. Notes                | 7.38     | 12/31/13 | 85,000 ª    | 82,450                      |
| Nevada Power,<br>Mortgage Notes                   | 5.95     | 3/15/16  | 40,000 ª    | 38,112                      |
| Nisource Finance,<br>Gtd. Notes                   | 5.76     | 11/23/09 | 175,000 d   | 175,352                     |
| PP & L Capital Funding,<br>Gtd. Notes, Ser. D     | 8.38     | 6/15/07  | 210,000     | 213,536                     |
| Sierra Pacific Power,<br>Mortgage Notes           | 6.25     | 4/15/12  | 100,000     | 98,782                      |
| TXU,<br>Sr. Notes, Ser. O                         | 4.80     | 11/15/09 | 305,000     | 291,689                     |
| Virginia Electric & Power,<br>Sr. Notes, Ser. A   | 5.38     | 2/1/07   | 165,000     | 164,580<br><b>3,375,881</b> |
| Environmental Control–.6%                         |          |          |             |                             |
| Oakmont Asset Trust,<br>Notes                     | 4.51     | 12/22/08 | 100,000 a   | 96,388                      |
|   |          |          |             |                             |

| Bonds and Notes (contin  | ued)     | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
|--|----------|--------------------|------------------|--------------------------|-----------------------------|
| Environmental Control (cor                                       | ntinued) |                    |                  |                          |                             |
| Waste Management,<br>Sr. Notes                                   |          | 6.50               | 11/15/08         | 130,000                  | 132,103                     |
| Waste Management,<br>Sr. Notes                                   |          | 7.00               | 7/15/28          | 125,000                  | 129,944                     |
| Food & Poyonagos-1 004   |          |                    |                  |                          | 358,435                     |
| Food & Beverages-1.0%  |          |                    |                  |                          |                             |
| HJ Heinz,<br>Notes   |          | 6.43               | 12/1/20          | 225,000 ª                | 228,724                     |
| Safeway,<br>Sr. Unscd. Notes                                     |          | 4.13               | 11/1/08          | 130,000                  | 124,912                     |
| Stater Brothers Holdings,<br>Sr. Notes                           |          | 8.13               | 6/15/12          | 135,000                  | 133,988                     |
| Tyson Foods,   |          | 0.15               | 0/15/12          | 133,000                  | 133,900                     |
| Sr. Unscd. Notes   |          | 6.60               | 4/1/16           | 100,000                  | 97,919<br><b>585,543</b>    |
| Foreign/Governmental-2.5   | %        |                    |                  |                          |                             |
| Banco Nacional de Desenvol<br>Economico e Social, Unsul<br>Notes |          | 5.87               | 6/16/08          | 250,000 d                | 246,000                     |
| Export-Import Bank of Korea                                      | •        | 5.07               | 0/10/00          | 250,000 0                | 246,000                     |
| Sr. Notes  | 4,       | 4.50               | 8/12/09          | 110,000                  | 105,710                     |
| Federal Republic of Brazil,<br>Bonds                             | BRL      | 12.50              | 1/5/16           | 1,140,000 e,f            | 517,129                     |
| Mexican Fixed Rate Bonds,<br>Bonds, Ser. M                       | MXN      | 9.00               | 12/22/11         | 3,320,000 f              | 299,415                     |
| Republic of Argentina,   |          |                    |                  |                          |                             |
| Bonds  |          | 4.89               | 8/3/12           | 440,000 d                | 366,080<br><b>1,534,334</b> |
| Health Care-1.3%   |          |                    |                  |                          | 1,554,554                   |
| Baxter International,<br>Sr. Unscd. Notes                        |          | 5.20               | 2/16/08          | 200,000                  | 198,327                     |
| Coventry Health Care,<br>Sr. Notes                               |          | 5.88               | 1/15/12          | 130,000                  | 125,450                     |
| Medco Health Solutions,  |          | 5.00               | 1,13,12          | 130,000                  | 123,430                     |
| Sr. Notes  |          | 7.25               | 8/15/13          | 368,000                  | 390,179                     |
| Teva Pharmaceutical Financ<br>Gtd. Notes                         | e,       | 6.15               | 2/1/36           | 125,000                  | 112,598<br><b>826,554</b>   |

| Bonds and Notes (continued)                       | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
|---|--------------------|------------------|--------------------------|-----------------------------|
| Lodging & Entertainment8%                         | Nate (70)          | Date             | Amount (\$)              | Value (\$)                  |
| Carnival,   |                    |                  |                          |                             |
| Notes   | 7.30               | 6/1/07           | 175,000                  | 177,063                     |
| Harrah's Operating,<br>Gtd. Notes                 | 7.13               | 6/1/07           | 140,000                  | 141,284                     |
| MGM Mirage,<br>Gtd. Notes                         | 6.00               | 10/1/09          | 25,000                   | 24,438                      |
| Mohegan Tribal Gaming Authority,<br>Sr. Notes     | 6.13               | 2/15/13          | 125,000                  | 118,281                     |
| Speedway Motorsports,<br>Sr. Sub. Notes           | 6.75               | 6/1/13           | 20,000                   | 10 500                      |
| SI. Sub. Notes                                    | 0.75               | 0/1/13           | 20,000                   | 19,500<br><b>480,566</b>    |
| Machinery–.2%                                     |                    |                  |                          | ·                           |
| Terex,<br>Gtd. Notes                              | 7.38               | 1/15/14          | 140,000                  | 140,000                     |
| Manufacturing-1.0%                                |                    |                  |                          |                             |
| Bombardier,<br>Notes                              | 6.30               | 5/1/14           | 220,000 ª                | 192,500                     |
| Tyco International Group,<br>Gtd. Notes           | 5.80               | 8/1/06           | 270,000                  | 270,034                     |
| Tyco International Group,<br>Gtd. Notes           | 6.88               | 1/15/29          | 165,000                  | 170,574<br><b>633,108</b>   |
| Media-2.2%  |                    |                  |                          |                             |
| Clear Channel Communications,<br>Notes            | 4.25               | 5/15/09          | 180,000                  | 170,804                     |
| Clear Channel Communications,<br>Sr. Unscd. Notes | 4.50               | 1/15/10          | 215,000                  | 202,706                     |
| Liberty Media,<br>Sr. Notes                       | 6.83               | 9/17/06          | 370,000 d                | 371,240                     |
| Media General,                                    | 0.05               | 2/11/00          | 510,000                  | 571,240                     |
| Gtd. Notes  | 6.95               | 9/1/06           | 280,000                  | 280,243                     |
| Time Warner,<br>Gtd. Debs.                        | 7.70               | 5/1/32           | 100,000                  | 109,003                     |
| Univision Communications,<br>Gtd. Notes           | 2.88               | 10/15/06         | 210,000                  | 208,109<br><b>1,342,105</b> |
| Oil & Gas-3.4%                                    |                    |                  |                          |                             |
| BJ Services,<br>Sr. Unscd. Notes                  | 5.44               | 6/1/08           | 625,000 d                | 625,108                     |
|   |                    |                  |                          |                             |

|  | 6                  | M-1 1            |                          |                             |
|--|--------------------|------------------|--------------------------|-----------------------------|
| Bonds and Notes (continued)                            | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
| Oil & Gas (continued)                                  |                    |                  |                          |                             |
| Chesapeake Energy,<br>Sr. Unscd. Notes                 | 7.63               | 7/15/13          | 100,000 e                | 101,125                     |
| Colorado Interstate Gas,<br>Sr. Notes                  | 5.95               | 3/15/15          | 100,000                  | 91,378                      |
| Enterprise Products Operating,<br>Sr. Notes, Ser. B    | 4.00               | 10/15/07         | 35,000                   | 34,065                      |
| Enterprise Products Operating,<br>Sr. Notes, Ser. B    | 4.63               | 10/15/09         | 380,000                  | 364,330                     |
| ONEOK,   |                    |                  |                          |                             |
| Sr. Unscd. Notes                                       | 5.51               | 2/16/08          | 125,000                  | 124,238                     |
| Plains All American Pipeline/PAA<br>Finance, Sr. Notes | 5.63               | 12/15/13         | 375,000 d                | 360,898                     |
| Plains All American Pipeline/PAA<br>Finance, Sr. Notes | 5.88               | 8/15/16          | 250,000                  | 241,310                     |
| Sempra Energy,<br>Sr. Notes                            | 4.62               | 5/17/07          | 130,000                  | 128,760<br><b>2,071,212</b> |
| Packaging & Containers–.6%                             |                    |                  |                          |                             |
| Crown Americas Capital,                                |                    |                  |                          |                             |
| Sr. Notes  | 7.63               | 11/15/13         | 120,000 ª                | 118,500                     |
| Crown Americas Capital,<br>Sr. Notes                   | 7.75               | 11/15/15         | 60,000 ª                 | 59,400                      |
| Sealed Air,  |                    |                  |                          |                             |
| Bonds  | 6.88               | 7/15/33          | 170,000 a                | 162,969<br><b>340,869</b>   |
| Paper & Forest Products5%                              |                    |                  |                          |                             |
| Sappi Papier Holding,<br>Gtd. Notes                    | 6.75               | 6/15/12          | 150,000 ª                | 140,493                     |
| Temple-Inland,<br>Bonds                                | 6.63               | 1/15/18          | 150,000                  | 149,539                     |
|  |                    |                  |                          | 290,032                     |
| Property-Casualty Insurance-1.7%                       |                    |                  |                          |                             |
| AON,<br>Notes  | 6.95               | 1/15/07          | 85,000 d                 | 85,440                      |
| AON Capital Trust A,<br>Gtd. Cap. Secs                 | 8.21               | 1/1/27           | 150,000 e                | 162,232                     |
| Assurant,<br>Sr. Notes                                 | 6.75               | 2/15/34          | 85,000                   | 83,996                      |

| Bonds and Notes (continued)                          | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
|--|--------------------|------------------|--------------------------|-----------------------------|
| Property-Casualty Insurance (conti                   | nued)              |                  |                          |                             |
| Hanover Insurance Group,<br>Debs.                    | 7.63               | 10/15/25         | 10,000                   | 10,074                      |
| Lincoln National,<br>Bonds                           | 7.00               | 5/17/66          | 125,000 <sup>d,e</sup>   | 124,249                     |
| Marsh & McLennan Cos.,<br>Sr. Notes                  | 5.38               | 3/15/07          | 225,000                  | 223,868                     |
| Nippon Life Insurance,<br>Notes                      | 4.88               | 8/9/10           | 250,000 ª                | 240,484                     |
| Phoenix Cos.,<br>Sr. Unscd. Notes                    | 6.68               | 2/16/08          | 100,000                  | 100,278<br><b>1,030,621</b> |
| Real Estate Investment Trusts-6.4                    | %                  |                  |                          |                             |
| Archstone-Smith Operating Trust,<br>Notes            | 3.00               | 6/15/08          | 140,000                  | 133,034                     |
| Archstone-Smith Operating Trust,<br>Sr. Unscd. Notes | 5.25               | 5/1/15           | 25,000                   | 23,542                      |
| Archstone-Smith Operating Trust,<br>Notes            | 5.63               | 8/15/14          | 40,000                   | 38,947                      |
| Arden Realty,<br>Notes                               | 5.25               | 3/1/15           | 215,000                  | 206,061                     |
| Boston Properties,<br>Sr. Notes                      | 6.25               | 1/15/13          | 90,000                   | 90,919                      |
| Brandywine Operating Partnership,<br>Gtd. Notes      | 5.95               | 4/1/09           | 225,000 d                | 225,279                     |
| Duke Realty,<br>Notes                                | 3.50               | 11/1/07          | 125,000                  | 121,327                     |
| Duke Realty,<br>Sr. Notes                            | 5.25               | 1/15/10          | 170,000                  | 166,007                     |
| EOP Operating,<br>Notes                              | 6.11               | 10/1/10          | 95,000 d                 | 96,090                      |
| EOP Operating,<br>Notes                              | 6.76               | 6/15/07          | 275,000                  | 277,229                     |
| EOP Operating,<br>Sr. Notes                          | 7.00               | 7/15/11          | 270,000                  | 280,789                     |
| ERP Operating,<br>Notes                              | 4.75               | 6/15/09          | 75,000                   | 73,060                      |
| ERP Operating,<br>Notes                              | 5.13               | 3/15/16          | 100,000                  | 92,573                      |
|  |                    |                  |                          |                             |

| Bonds and Notes (continued)   | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) | Value (\$)                  |
|---|--------------------|------------------|--------------------------|-----------------------------|
| Real Estate Investment Trusts (con  | tinued)            |                  |                          |                             |
| Healthcare Realty Trust,<br>Sr. Notes                                       | 5.13               | 4/1/14           | 360,000                  | 332,240                     |
| HRPT Properties Trust,<br>Sr. Unscd. Notes                                  | 5.94               | 3/16/11          | 350,000 d                | 350,692                     |
| Mack-Cali Realty,<br>Notes  | 5.25               | 1/15/12          | 80,000                   | 76,874                      |
| Mack-Cali Realty,<br>Unscd. Notes   | 5.05               | 4/15/10          | 190,000                  | 183,288                     |
| National Retail Properties,<br>Sr. Unscd. Notes                             | 6.15               | 12/15/15         | 150,000                  | 145,232                     |
| Regency Centers,<br>Gtd. Notes  | 5.25               | 8/1/15           | 200,000                  | 187,255                     |
| Simon Property Group,<br>Notes  | 4.60               | 6/15/10          | 160,000                  | 153,470                     |
| Simon Property Group,<br>Notes  | 4.88               | 8/15/10          | 105,000                  | 101,608                     |
| Socgen Real Estate,<br>Bonds  | 7.64               | 12/29/49         | 580,000 <sup>a,d</sup>   | 592,466<br><b>3,947,982</b> |
| Residential Mortgage<br>Pass-Through Ctfs4.9%                               |                    |                  |                          |                             |
| American General Mortgage Loan<br>Trust, Ser. 2006-1, Cl. A1                | 5.75               | 12/25/35         | 189,529 ª                | 189,077                     |
| Citigroup Mortgage Loan Trust,<br>Ser. 2005-WF2, Cl. AF2                    | 4.92               | 8/25/35          | 119,538                  | 118,067                     |
| Citigroup Mortgage Loan Trust,<br>Ser. 2005-WF1, Cl. A5                     | 5.01               | 2/25/35          | 205,000                  | 194,963                     |
| First Horizon Alternative Mortgage<br>Securities, Ser. 2004-FA1,<br>Cl. 1A1 | 6.25               | 10/25/34         | 867,879                  | 865,300                     |
| Impac CMB Trust,<br>Ser. 2005-8, Cl. 2M2                                    | 6.07               | 2/25/36          | 191,889 d                | 192,741                     |
| Impac CMB Trust,<br>Ser. 2005-8, Cl. 2M3                                    | 6.82               | 2/25/36          | 147,607 d                | 141,042                     |
| Impac Secured Assets CMN Owner<br>Trust, Ser. 2006-1, Cl. 2A1               | 5.67               | 5/25/36          | 99,392 d                 | 99,607                      |
| Indymac Index Mortgage Loan Trust,<br>Ser. 2006-AR9, Cl. B1                 | 6.06               | 6/25/36          | 49,993 d                 | 48,849                      |
|   |                    |                  |                          |                             |

| Bonds and Notes (continued)   | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$) |                             |
|---|--------------------|------------------|--------------------------|-----------------------------|
| · · ·   | Rate (%)           | Date             | Amount (\$)              | Value (\$)                  |
| Residential Mortgage<br>Pass-Through Ctfs. (continued)  |                    |                  |                          |                             |
| JP Morgan Mortgage Trust,   |                    |                  |                          |                             |
| Ser. 2005-A1, Cl. 5A1   | 4.48               | 2/25/35          | 109,682 d                | 105,720                     |
| Nomura Asset Acceptance,<br>Ser. 2005-AP2, Cl. A5   | 4.98               | 5/25/35          | 225,000                  | 213,919                     |
| Nomura Asset Acceptance,<br>Ser. 2005-WF1, Cl. 2A5  | 5.16               | 3/25/35          | 170,000                  | 162,940                     |
| Washington Mutual,  |                    |                  |                          |                             |
| Ser. 2005-AR4, Cl. A4B  | 4.68               | 4/25/35          | 450,000 d                | 435,691                     |
| Wells Fargo Mortgage Backed   |                    |                  |                          |                             |
| Securities Trust, Ser. 2003-1,  |                    | 0 /0 5 /0 0      |                          |                             |
| CI. 2A9   | 5.75               | 2/25/33          | 220,000                  | 209,873                     |
| Retail3%  |                    |                  |                          | 2,977,789                   |
|   |                    |                  |                          |                             |
| May Department Stores,<br>Gtd. Notes  | 5.95               | 11/1/08          | 100,000                  | 100,194                     |
| May Department Stores,  | 5.75               | 11/1/00          | 100,000                  | 100,191                     |
| Notes   | 3.95               | 7/15/07          | 70,000                   | 68,648                      |
|   |                    |                  |                          | 168,842                     |
| State/Government General Obligation   | ns-2.1%            |                  |                          |                             |
| Michigan Tobacco Settlement<br>Finance Authority, Taxable<br>Tobacco Settlement<br>Asset-Backed Bonds | 7.31               | 6/1/34           | 460,000                  | 459,471                     |
| Michigan Tobacco Settlement<br>Finance Authority, Taxable<br>Tobacco Settlement                       |                    |                  |                          |                             |
| Asset-Backed Bonds  | 7.43               | 6/1/34           | 150,000 d                | 150,000                     |
| New York Counties Tobacco Trust<br>IV, Tobacco Settlement   |                    |                  |                          |                             |
| Pass-Through Bonds  | 6.00               | 6/1/27           | 255,000                  | 245,157                     |
| Tobacco Settlement Authority of<br>Iowa, Tobacco Settlement   |                    |                  |                          |                             |
| Asset-Backed Bonds  | 6.50               | 6/1/23           | 435,000                  | 423,159<br><b>1,277,787</b> |

|   |     | Coupon   | Maturity | Principal              |                           |
|---|-----|----------|----------|------------------------|---------------------------|
| Bonds and Notes (continue                           | ed) | Rate (%) | Date     | Amount (\$)            | Value (\$)                |
| Technology6%  |     |          |          |                        |                           |
| Freescale Semiconductor,<br>Sr. Notes               |     | 6.88     | 7/15/11  | 100,000                | 101,000                   |
| Hewlett-Packard,                                    |     |          |          |                        |                           |
| Notes   |     | 5.75     | 12/15/06 | 255,000                | 255,199<br><b>356,199</b> |
| Telecommunications-7.2%                             |     |          |          |                        |                           |
| AT&T,   |     |          |          |                        |                           |
| Notes   |     | 5.26     | 5/15/08  | 325,000 d              | 325,136                   |
| Deutsche Telekom Internation<br>Finance, Gtd. Bonds |     | 8.25     | 6/15/30  | 210,000 d              | 243,138                   |
| Deutsche Telekom Internation<br>Finance, Gtd. Notes | al  | 5.63     | 3/23/09  | 605,000 d              | 605,684                   |
| France Telecom,<br>Notes                            |     | 7.75     | 3/1/11   | 160,000 d              | 172,041                   |
| Nextel Communications,<br>Sr. Notes, Ser. F         |     | 5.95     | 3/15/14  | 140,000                | 134,694                   |
| Nextel Partners,<br>Sr. Notes                       |     | 8.13     | 7/1/11   | 120,000                | 126,150                   |
| Nordic Telephone Holdings,<br>Sr. Notes             | EUR | 8.25     | 5/1/16   | 50,000 a,f             | 65,708                    |
| PanAmSat,<br>Gtd. Notes                             |     | 9.00     | 6/15/16  | 125,000 <sup>a,g</sup> | 127,500                   |
| Qwest,<br>Bank Note, Ser. A                         |     | 8.53     | 6/30/07  | 167,200 d              | 170,022                   |
| Qwest,<br>Bank Note, Ser. B                         |     | 6.95     | 6/30/10  | 50,000 d               | 49,250                    |
| Qwest,<br>Bank Note, Ser. B                         |     | 6.95     | 6/30/10  | 199,000 d              | 196,015                   |
| Qwest,<br>Sr. Notes                                 |     | 7.88     | 9/1/11   | 90,000                 | 91,575                    |
| Sprint Capital,<br>Gtd. Notes                       |     | 8.75     | 3/15/32  | 125,000                | 151,168                   |
| Telecom Italia Capital,<br>Gtd. Notes               |     | 5.63     | 2/1/11   | 185,000 d              | 186,203                   |
|   |     |          |          |                        |                           |

| Bonds and Notes (continued)                             | Coupon<br>Rate (%) | Maturity<br>Date | Principal<br>Amount (\$)          | Value (\$)           |
|---|--------------------|------------------|-----------------------------------|----------------------|
| Telecommunications (continued)                          |                    |                  |                                   |                      |
| Telefonica Emisones,                                    |                    |                  |                                   |                      |
| Gtd. Notes  | 5.98               | 6/20/11          | 1,230,000                         | 1,226,784            |
| Verizon Global Funding,                                 | F 20               | 0/15/07          | 275 000 d                         | 275 120              |
| Sr. Notes   | 5.30               | 8/15/07          | 275,000 d                         | 275,130              |
| Windstream,<br>Sr. Notes                                | 8.13               | 8/1/13           | 180,000 a,g                       | 184,500              |
| Windstream.   | 0.15               | 0/1/15           | 100,000 ang                       | 104,500              |
| Sr. Notes   | 8.63               | 8/1/16           | 55,000 a,g                        | 56,513               |
|   | 0.00               | 0,1,10           | 00,000                            | 4,387,211            |
| Textiles & Apparel–.2%                                  |                    |                  |                                   | .,,                  |
| Mohawk Industries,                                      |                    |                  |                                   |                      |
| Sr. Unscd. Notes  | 5.75               | 1/15/11          | 135,000                           | 132,709              |
| Transportation3%  |                    |                  |                                   |                      |
| Ryder System,   |                    |                  |                                   |                      |
| Notes   | 3.50               | 3/15/09          | 195,000                           | 183,586              |
| U.S. Government Agencies/                               |                    |                  |                                   |                      |
| Mortgage-Backed-22.5%                                   |                    |                  |                                   |                      |
| Federal Home Loan Mortgage Corp:                        |                    |                  |                                   |                      |
| Multiclass Mortgage                                     |                    |                  |                                   |                      |
| Participation Ctfs. REMIC,                              | r                  |                  | 192,912                           | 175 024              |
| Ser. 2586, Cl. WE 4.00%, 12/15/3<br>Multiclass Mortgage | 2                  |                  | 192,912                           | 175,024              |
| Participation Ctfs. REMIC,                              |                    |                  |                                   |                      |
| (Interest Only Obligations),                            |                    |                  |                                   |                      |
| Ser. 2752, Cl. GM 5.00%, 3/15/26                        | •                  |                  | 3,000,000 h                       | 493,408              |
| Federal National Mortgage Association                   | :                  |                  |                                   |                      |
| 4.50%   |                    |                  | 1,750,000                         | 1,654,293            |
| 5.00%<br>5.50%  |                    |                  | 3,100,000 i                       | 2,985,672            |
| 5.00%, 9/1/17   |                    |                  | 1,845,000 <sup>i</sup><br>122,999 | 1,803,754<br>118,770 |
| 5.50%, 8/1/34-9/1/34                                    |                    |                  | 1,474,998                         | 1,420,977            |
| 6.00%, 7/15/29  |                    |                  | 1,800,000 9                       | 1,771,875            |
| Government National Mortgage Associ                     | ation I:           |                  |                                   |                      |
| Ser. 2004-43, Cl. A, 2.82%, 12/16/1                     |                    |                  | 280,951                           | 266,461              |
| Ser. 2003-88, Cl. AC, 2.91%, 6/16/1                     | 8                  |                  | 263,794                           | 251,338              |
| Ser. 2004-57, Cl. A, 3.02%, 1/16/19                     | 1                  |                  | 363,044                           | 345,691              |
| Ser. 2004-9, Cl. A, 3.36%, 8/16/22                      | -                  |                  | 97,500                            | 92,570               |
| Ser. 2004-25, Cl. AC, 3.38%, 1/16/2                     | 3                  |                  | 268,189                           | 255,671              |

|   | 5                        |            |
|---|--------------------------|------------|
| Bonds and Notes (continued)                             | Principal<br>Amount (\$) | Value (\$) |
| U.S. Government Agencies/                               |                          |            |
| Mortgage-Backed (continued)                             |                          |            |
| Government National Mortgage Association I (continued): |                          |            |
| Ser. 2004-77, Cl. A, 3.40%, 3/16/20                     | 205,675                  | 196,993    |
| Ser. 2004-67, Cl. A, 3.65%, 9/16/17                     | 147,501                  | 142,859    |
| Ser. 2005-34, Cl. A, 3.96%, 9/16/21                     | 190,632                  | 184,893    |
| Ser. 2005-79, Cl. A, 4.00%, 10/16/33                    | 197,814                  | 190,042    |
| Ser. 2005-50, Cl. A, 4.02%, 10/16/26                    | 170,722                  | 164,563    |
| Ser. 2005-29, Cl. A, 4.02%, 7/16/27                     | 276,693                  | 265,678    |
| Ser. 2005-42, Cl. A, 4.05%, 7/16/20                     | 238,760                  | 231,440    |
| Ser. 2004-51, Cl. A, 4.15%, 2/16/18                     | 66,762                   | 64,716     |
| Ser. 2005-67, Cl. A, 4.22%, 6/16/21                     | 193,744                  | 188,270    |
| Ser. 2005-32, Cl. B, 4.39%, 8/16/30                     | 475,000                  | 459,306    |
| Government National Mortgage Association II:            |                          |            |
| 4.50%, 7/20/30  | 20,737 d                 | 20,729     |
| 6.50%, 7/20/31  | 22,515                   | 22,748     |
|   |                          | 13,767,741 |
| U.S. Government Securities-33.3%                        |                          |            |
| U.S. Treasury Bonds;                                    |                          |            |
| 4.50%, 2/15/36  | 1,080,000 g              | 968,710    |
| U.S. Treasury Notes:                                    |                          |            |
| 4.25%, 1/15/11  | 710,000 e                | 685,788    |
| 4.50%, 2/15/09  | 80,000 e                 | 78,760     |
| 5.13%, 6/30/11  | 18,630,000 9             | 18,657,666 |
|   |                          | 20,390,924 |
| Total Bonds and Notes                                   |                          |            |
| (cost \$88,911,786)                                     |                          | 87,889,240 |
|   |                          |            |
| Preferred Stocks3%                                      | Shares                   | Value (\$) |
| Banking2%   |                          |            |
| Sovereign Capital Trust IV,                             |                          |            |
| Conv., Cum. \$2.1875                                    | 2,150                    | 97,825     |
| Diversified Financial Services1%                        |                          |            |
| AES Trust VII,  |                          |            |
| Conv., Cum. \$3.00                                      | 1,450                    | 71,050     |
|   | 1,-50                    | 11,050     |
| Total Preferred Stocks                                  |                          | 160.075    |
| (cost \$176,769)  |                          | 168,875    |
|   |                          |            |

|  | Face Amount                  |                         |
|--|------------------------------|-------------------------|
| Options1%  | Covered by<br>Contracts (\$) | Value (\$)              |
| Call Options1%   |                              |                         |
| 12-Month Euribor Interest Swap,                                      |                              |                         |
| March 2007 @ 4.488   | 4,760,000                    | 3,931                   |
| Dow Jones CDX.EM.5<br>August 2006 @ .9805                            | 1,150,000                    | 7,245                   |
| Dow Jones CDX.EM.5   |                              |                         |
| August 2006 @ .982   | 1,950,000                    | 12,285<br><b>23,461</b> |
| Put Options–.0%  |                              |                         |
| 3-Month Capped USD Libor-BBA<br>Interest Rate Swap, June 2007 @ 5.75 | 12,120,000                   | 9,718                   |
| 5-Year Euribor Interest Swap,  |                              |                         |
| May 2007 @ 4.1785  | 1,226,000                    | 13,595<br><b>23,313</b> |
| Total Options  |                              |                         |
| (cost \$75,802)  |                              | 46,774                  |
|  | Principal                    |                         |
| Short-Term Investments4%   | Amount (\$)                  | Value (\$)              |
| U.S. Government Agency3%   |                              |                         |
| Federal National Mortgage<br>Association, 5.13%, 7/17/06             | 200,000                      | 199,544                 |
| U.S. Treasury Bill1%   | 75 000 i                     | 74 245                  |
| 4.72%, 9/7/06<br>Total Short-Term Investments                        | 75,000 j                     | 74,345                  |
| (cost \$273,875)   |                              | 273,889                 |
| Other Investment7%   | Shares                       | Value (\$)              |
| Registered Investment Company;                                       |                              |                         |
| Dreyfus Institutional Preferred                                      |                              |                         |
| Plus Money Market Fund<br>(cost \$452,000)                           | 452,000 k                    | 452,000                 |
|  |                              |                         |

| Investment of Cash Collateral<br>for Securities Loaned-4.2%             | Shares      | Value (\$)   |
|---|-------------|--------------|
| Registered Investment Company;  |             |              |
| Dreyfus Institutional Cash<br>Advantage Plus Fund<br>(cost \$2,562,705) | 2,562,705 k | 2,562,705    |
| Total Investments (cost \$92,452,937)                                   | 149.4%      | 91,393,483   |
| Liabilities, Less Cash and Receivables                                  | (49.4%)     | (30,224,607) |
| Net Assets  | 100.0%      | 61,168,876   |

a Securities exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration, normally to qualified institutional buyers. At June 30, 2006, these securities amounted to \$9,457,899 or 15.5% of net assets.

- <sup>b</sup> Non-income producing—security in default.
- <sup>c</sup> The value of this security has been determined in good faith under the direction of the Board of Trustees.
- <sup>d</sup> Variable rate security—interest rate subject to periodic change.
- e All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$2,450,025 and the total market value of the collateral held by the portfolio is \$2,562,705.
- f Principal amount stated in U.S. Dollars unless otherwise noted BRL—Brazilian Real EUR—Euro MXN—Mexican Peso
- g Purchased on a delayed delivery basis.
- <sup>h</sup> Notional face amount shown.
- *i* Purchased on a forward commitment basis.
- *j* Held by a broker as collateral for open financial futures positions.
- k Investment in affiliated money market mutual fund.

#### Portfolio Summary (Unaudited)+

| Val                                 | lue (%) | V                                    | alue (%) |
|-------------------------------------|---------|--------------------------------------|----------|
| Corporate Bonds                     | 57.2    | State/Government General Obligations | 2.1      |
| U.S. Government & Agencies          | 55.8    | Preferred Stocks                     | .3       |
| Asset/Mortgage Backed               | 26.1    | Futures/Options/Swaps/Forward        |          |
| Short-Term/Money Market Investments | 5.3     | Currency Exchange Contracts          | (.1)     |
| Foreign/Governmental                | 2.5     |                                      | 149.2    |

† Based on net assets.

## STATEMENT OF FINANCIAL FUTURES

June 30, 2006 (Unaudited)

|   | Contracts | Market Value<br>Covered by<br>Contracts (\$) | Expiration     | Unrealized<br>Appreciation<br>at 6/30/2006 (\$) |
|---|-----------|--|----------------|---|
| <b>Financial Futures Short</b><br>U.S. Treasury 10 Year Notes | 47        | (4,928,391)                                  | September 2006 | 20,015  |
|   |           |  |                |   |

See notes to financial statements.

### STATEMENT OF OPTIONS WRITTEN

June 30, 2006 (Unaudited)

|  | Face Amount<br>Covered by<br>Contracts (\$) | Value (\$)                  |
|--|---|-----------------------------|
| Call Options:  |   |                             |
| Dow Jones CDX.EM.X5<br>August 2006 @ .99   | 2,300,000                                   | (7,360)                     |
| Dow Jones CDX.EM.X5<br>August 2006 @ .9915   | 3,900,000                                   | (12,480)                    |
| Peru, 8.75%, 11/21/2033 Swap<br>pay @ 1.70 exp. 12/20/2010<br>July 2006 @ 3.05       | 335,000                                     | _                           |
| Put Options;   |   |                             |
| 12-Month Euribor Interest Swap<br>March 2007 @ 5.973<br>(Premiums received \$48,855) | 4,760,000                                   | (26,481)<br><b>(46,321)</b> |

## STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|  | Cost       | Value                |
|--|------------|----------------------|
| Assets (\$):   |            |                      |
| Investments in securities–See Statement of Investments<br>(including securities on loan, valued at \$2,450,025)–Note 1(c):<br>Unaffiliated issuers | 89.438.232 | 88,378,778           |
| Affiliated issuers<br>Cash   | 3,014,705  | 3,014,705<br>48,313  |
| Cash denominated in foreign currencies   | 17,794     | 17,872               |
| Receivable for investment securities sold  |            | 778,846              |
| Dividends and interest receivable  |            | 674,829              |
| Receivable from broker from swap transactions–Note 4   |            | 66,953               |
| Swaps premium paid<br>Unrealized appreciation on swap contracts–Note 4   |            | 48,374               |
| Receivable for shares of Beneficial Interest subscribed  |            | 20,422<br>241        |
| Prepaid expenses   |            | 11,880               |
|  |            | 93,061,213           |
| Liabilities (\$):  |            |                      |
| Due to The Dreyfus Corporation and affiliates–Note 3(b)  |            | 45,980               |
| Payable for investment securities purchased  |            | 29,010,108           |
| Liability for securities on loan–Note 1 (c)<br>Unrealized depreciation on swap contracts–Note 4  |            | 2,562,705<br>109,024 |
| Payable for shares of Beneficial Interest redeemed   |            | 66,500               |
| Outstanding options written, at value (premiums received \$48,855)   | 1          | 00,500               |
| -See Statement of Options Written  |            | 46,321               |
| Payable for futures variation margin–Note 4  |            | 21,297               |
| Unrealized depreciation on forward currency exchange contracts-N   | ote 4      | 11,134               |
| Accrued expenses   |            | 19,268               |
|  |            | 31,892,337           |
| Net Assets (\$)  |            | 61,168,876           |
| Composition of Net Assets (\$):<br>Paid-in capital   |            | 63,377,262           |
| Accumulated undistributed investment income-net  |            | 678,468              |
| Accumulated net realized gain (loss) on investments  |            | (1,751,010)          |
| Accumulated net unrealized appreciation (depreciation) on investme<br>foreign currency transactions, options transactions and swap tran            |            |                      |
| (including \$20,015 net unrealized appreciation on financial future  | es)        | (1,135,844)          |
| Net Assets (\$)  |            | 61,168,876           |
|  |            |                      |

| Net Asset Value Per Share      |                |                |  |  |  |  |
|--------------------------------|----------------|----------------|--|--|--|--|
|                                | Initial Shares | Service Shares |  |  |  |  |
| Net Assets (\$)                | 19,786,070     | 41,382,806     |  |  |  |  |
| Shares Outstanding             | 1,588,366      | 3,322,845      |  |  |  |  |
| Net Asset Value Per Share (\$) | 12.46          | 12.45          |  |  |  |  |

## STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):  |             |
|--|-------------|
| Income:  |             |
| Interest   | 1,739,157   |
| Dividends:   |             |
| Unaffiliated issuers   | 8,333       |
| Affiliated issuers   | 5,623       |
| Income from securities lending   | 856         |
| Total Income   | 1,753,969   |
| Expenses:  |             |
| Investment advisory fee-Note 3(a)  | 199,745     |
| Distribution fees-Note 3(b)  | 55,670      |
| Professional fees  | 16,474      |
| Custodian fees-Note 3(b)   | 14,765      |
| Prospectus and shareholders' reports   | 3,501       |
| Trustees' fees and expenses-Note 3(c)  | 1,111       |
| Shareholder servicing costs-Note 3(b)  | 1,047       |
| Miscellaneous  | 23,864      |
| Total Expenses   | 316,177     |
| Less-waiver of fees due to undertaking-Note 3(a)   | (51,749)    |
| Less-reduction in custody fees due to earnings credits-Note 1(c)   | (1,203)     |
| Net Expenses   | 263,225     |
| Investment Income-Net  | 1,490,744   |
| Realized and Unrealized Gain (Loss) on Investments-Note 4 (\$):  |             |
| Net realized gain (loss) on investments and foreign currency transactions  | (868,597)   |
| Net realized gain (loss) on options transactions   | 19,493      |
| Net realized gain (loss) on financial futures  | (69,710)    |
| Net realized gain (loss) on swap transactions  | 60,815      |
| Net realized gain (loss) on forward currency exchange contracts  | (882)       |
| Net Realized Gain (Loss)   | (858,881)   |
| Net unrealized appreciation (depreciation) on investments,<br>foreign currency transactons, options transactions and<br>swap transactions (including \$38,374 net unrealized |             |
| appreciation on financial futures)   | (839,328)   |
| Net Realized and Unrealized Gain (Loss) on Investments   | (1,698,209) |
| Net (Decrease) in Net Assets Resulting from Operations   | (207,465)   |
|  |             |

## STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended |                   |
|--|------------------|-------------------|
|  | June 30, 2006    | Year Ended        |
|  | (Unaudited)      | December 31, 2005 |
| Operations (\$):   |                  |                   |
| Investment income-net  | 1,490,744        | 2,745,210         |
| Net realized gain (loss) on investments                                    | (858,881)        | 371,015           |
| Net unrealized appreciation<br>(depreciation) on investments               | (839,328)        | (1,560,685)       |
| Net Increase (Decrease) in Net Assets                                      |                  |                   |
| Resulting from Operations  | (207,465)        | 1,555,540         |
| Dividends to Shareholders from (\$):                                       |                  |                   |
| Investment income-net:   |                  |                   |
| Initial shares   | (529,880)        | (969,776)         |
| Service shares   | (1,055,100)      | (1,863,638)       |
| Total Dividends  | (1,584,980)      | (2,833,414)       |
| Beneficial Interest Transactions (\$):                                     |                  |                   |
| Net proceeds from shares sold:   |                  |                   |
| Initial shares   | 295,830          | 2,911,861         |
| Service shares   | 1,139,707        | 2,594,764         |
| Dividends reinvested:  |                  |                   |
| Initial shares   | 529,880          | 969,776           |
| Service shares   | 1,055,100        | 1,863,638         |
| Cost of shares redeemed:   |                  |                   |
| Initial shares   | (5,292,013)      | (4,693,145)       |
| Service shares   | (6,880,475)      | (9,305,849)       |
| Increase (Decrease) in Net Assets from<br>Beneficial Interest Transactions | (9,151,971)      | (5,658,955)       |
| Total Increase (Decrease) in Net Assets                                    | (10,944,416)     | (6,936,829)       |
| Net Assets (\$):   | (10)             | (0,000,020)       |
| Beginning of Period  | 72,113,292       | 79,050,121        |
| End of Period  | 61,168,876       | 72,113,292        |
| Undistributed investment income-net  | 678,468          | 772,704           |
|  |                  |                   |

|   | Six Months Ended<br>June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
|---|--|---------------------------------|
| Capital Share Transactions:                   |  |                                 |
| Initial Shares                                |  |                                 |
| Shares sold                                   | 23,540   | 226,021                         |
| Shares issued for dividends reinvested        | 41,978   | 75,418                          |
| Shares redeemed                               | (418,738)  | (364,571)                       |
| Net Increase (Decrease) in Shares Outstanding | (353,220)  | (63,132)                        |
| Service Shares                                |  |                                 |
| Shares sold                                   | 90,168   | 201,530                         |
| Shares issued for dividends reinvested        | 83,628   | 144,989                         |
| Shares redeemed                               | (546,036)  | (723,580)                       |
| Net Increase (Decrease) in Shares Outstanding | (372,240)  | (377,061)                       |

## FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

|                                    | ths Ended          |       |                         |       |       |       |
|------------------------------------|--------------------|-------|-------------------------|-------|-------|-------|
|                                    | 30, 2006           |       | Year Ended December 31, |       |       |       |
| Initial Shares (I                  | Jnaudited)         | 2005  | 2004ª                   | 2003  | 2002  | 2001  |
| Per Share Data (\$):               |                    |       |                         |       |       |       |
| Net asset value,                   |                    |       |                         |       |       |       |
| beginning of period                | 12.80              | 13.01 | 13.00                   | 12.87 | 12.67 | 12.94 |
| Investment Operations:             |                    |       |                         |       |       |       |
| Investment income-net <sup>b</sup> | .28                | .47   | .47                     | .45   | .61   | .75   |
| Net realized and unrealized        |                    |       |                         |       |       |       |
| gain (loss) on investments         | (.32)              | (.19) | .09                     | .47   | .21   | (.18) |
| Total from Investment Operations   | (.04)              | .28   | .56                     | .92   | .82   | .57   |
| Distributions:                     |                    |       |                         |       |       |       |
| Dividends from investment          |                    |       |                         |       |       |       |
| income-net                         | (.30)              | (.49) | (.55)                   | (.54) | (.62) | (.72) |
| Dividends from net realized        |                    |       |                         |       |       |       |
| gain on investments                | -                  | -     | -                       | (.25) | -     | (.12) |
| Total Distributions                | (.30)              | (.49) | (.55)                   | (.79) | (.62) | (.84) |
| Net asset value, end of period     | 12.46              | 12.80 | 13.01                   | 13.00 | 12.87 | 12.67 |
| Total Return (%)                   | (.34) <sup>c</sup> | 2.04  | 4.54                    | 7.27  | 6.70  | 4.55  |
|                                    |                    |       |                         |       |       |       |

| Six Months Ended  |                        |         |                         |         |        |        |  |
|---|------------------------|---------|-------------------------|---------|--------|--------|--|
|   | June 30, 2006          |         | Year Ended December 31, |         |        |        |  |
| Initial Shares (continued)                              | (Unaudited)            | 2005    | 2004ª                   | 2003    | 2002   | 2001   |  |
| Ratios/Supplemental Data (9                             | %):                    |         |                         |         |        |        |  |
| Ratio of total expenses<br>to average net assets        | .78d                   | .74     | .71                     | .72     | .80    | .97    |  |
| Ratio of net expenses<br>to average net assets          | .78d                   | .74     | .71                     | .72     | .80    | .80    |  |
| Ratio of net investment income<br>to average net assets | 9<br>4.48 <sup>d</sup> | 3.66    | 3.69                    | 3.39    | 4.82   | 5.71   |  |
| Portfolio Turnover Rate                                 | 250.19 <sup>c,e</sup>  | 493.27e | 785.59e                 | 905.09e | 653.12 | 654.39 |  |
| Net Assets, end of period<br>(\$ x 1,000)               | 19,786                 | 24,846  | 26,089                  | 31,912  | 33,810 | 26,744 |  |

<sup>a</sup> As of January 1, 2004, the portfolio has adopted the method of accounting for interim payments on swap contracts in accordance with Financial Accounting Standards Board Statement No. 133. These interim payments are reflected within net realized and unrealized gain (loss) on swap contracts, however, prior to January 1, 2004, these interim payments were reflected within interest income/expense in the Statement of Operations. The effect of this change for the period ended December 31, 2004, was to increase net investment income per share by less than \$.01, decrease net realized and unrealized gain (loss) on investments per share by less than \$.01 and increase the ratio of net investment income to average net assets from 3.66% to 3.69%. Per share data and ratios/supplemental data for periods prior to January 1, 2004 have not been restated to reflect this change in presentation.

- <sup>b</sup> Based on average shares outstanding at each month end.
- c Not annualized.
- <sup>d</sup> Annualized.

e The portfolio turnover rates excluding mortgage dollar roll transactions for the periods ended June 30, 2006, December 31, 2005, December 31, 2004 and December 31, 2003 were 166.27%, 304.69%, 706.48% and 684.58%, respectively.

| Six M  | onths Ended        |                         |       |       |       |       |
|--|--------------------|-------------------------|-------|-------|-------|-------|
| Ju   | ine 30, 2006       | Year Ended December 31, |       |       |       |       |
| Service Shares   | (Unaudited)        | 2005                    | 2004ª | 2003  | 2002  | 2001  |
| Per Share Data (\$):                                   |                    |                         |       |       |       |       |
| Net asset value,<br>beginning of period                | 12.79              | 13.01                   | 12.99 | 12.87 | 12.66 | 12.93 |
| Investment Operations:                                 |                    |                         |       |       |       |       |
| Investment income-net <sup>b</sup>                     | .28                | .46                     | .46   | .43   | .62   | .70   |
| Net realized and unrealized gain (loss) on investments | (.32)              | (.20)                   | .10   | .47   | .21   | (.13) |
| Total from Investment Operation                        | s (.04)            | .26                     | .56   | .90   | .83   | .57   |
| Distributions:   |                    |                         |       |       |       |       |
| Dividends from investment<br>income-net                | (.30)              | (.48)                   | (.54) | (.53) | (.62) | (.72) |
| Dividends from net realized gain on investments        | -                  | -                       | -     | (.25) | -     | (.12) |
| Total Distributions                                    | (.30)              | (.48)                   | (.54) | (.78) | (.62) | (.84) |
| Net asset value, end of period                         | 12.45              | 12.79                   | 13.01 | 12.99 | 12.87 | 12.66 |
| Total Return (%)                                       | (.36) <sup>c</sup> | 2.11                    | 4.36  | 7.11  | 6.78  | 4.46  |

| Six   | Months Ended          |         |         |             |          |        |
|---|-----------------------|---------|---------|-------------|----------|--------|
|   | June 30, 2006         |         | Year    | Ended Decer | mber 31, |        |
| Service Shares (continued)                              | (Unaudited)           | 2005    | 2004ª   | 2003        | 2002     | 2001   |
| Ratios/Supplemental Data (9                             | %):                   |         |         |             |          |        |
| Ratio of total expenses<br>to average net assets        | 1.03 <sup>d</sup>     | .99     | .96     | .97         | 1.00     | 1.15   |
| Ratio of net expenses<br>to average net assets          | .80d                  | .80     | .80     | .80         | .80      | .80    |
| Ratio of net investment income<br>to average net assets | 4.48 <sup>d</sup>     | 3.60    | 3.60    | 3.29        | 4.82     | 5.77   |
| Portfolio Turnover Rate                                 | 250.19 <sup>c,e</sup> | 493.27e | 785.59e | 905.09e     | 653.12   | 654.39 |
| Net Assets, end of period<br>(\$ x 1,000)               | 41,383                | 47,267  | 52,961  | 58,456      | 57,823   | 30,416 |

<sup>a</sup> As of January 1, 2004, the portfolio has adopted the method of accounting for interim payments on swap contracts in accordance with Financial Accounting Standards Board Statement No. 133. These interim payments are reflected within net realized and unrealized gain (loss) on swap contracts, however, prior to January 1, 2004, these interim payments were reflected within interest income/expense in the Statement of Operations. The effect of this change for the period ended December 31, 2004, was to increase net investment income per share by less than \$.01, decrease net realized and unrealized gain (loss) on investments per share by less than \$.01 and increase the ratio of net investment income to average net assets from 3.57% to 3.60%. Per share data and ratios/supplemental data for periods prior to January 1, 2004 have not been restated to reflect this change in presentation.

- <sup>b</sup> Based on average shares outstanding at each month end.
- c Not annualized.
- <sup>d</sup> Annualized.

<sup>e</sup> The portfolio turnover rates excluding mortgage dollar roll transactions for the periods ended June 30, 2006, December 31, 2005, December 31, 2004 and December 31, 2003 were 166.27%, 304.69%, 706.48% and 684.58%, respectively.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an open-end management investment company, operating as a series company currently offering nine series, including the Core Bond Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to maximize total return through capital appreciation and current income. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. The Manager is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial").

Dreyfus Service Corporation (the "Distributor"), a wholly-owned subsidiary of the Manager, is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities (excluding shortterm investments (other than U.S. Treasury Bills), financial futures, options, swaps and forward currency exchange contracts) are valued each business day by an independent pricing service (the "Service") approved by the Board of Trustees. Investments for which quoted bid prices are readily available and are representative of the bid side of the market in the judgment of the Service are valued at the mean between the quoted bid prices (as obtained by the Service from dealers in such securities) and asked prices (as calculated by the Service based upon its evaluation of the market for such securities). Other investments (which constitute a majority of the portfolio securities) are valued as determined by the Service, based on methods which include consideration of: yields or prices of securities of comparable quality, coupon, maturity and type; indications as to values from dealers; and general market conditions. Securities for which there are no such valuations are valued at fair value as determined in good faith under the direction of the Board of Trustees. Restricted securities, as well as securities or other assets for which recent market quotations are not readily available, that are not valued by a pricing service approved by the Board of Trustees, or are determined by the portfolio not to reflect accurately fair value (such as when an event occurs after the close of the exchange on which the security is principally traded and that is determined by the portfolio to have changed the value of the security), are valued at fair value as determined in good faith under the direction of the Board of Trustees. The factors that may be considered when fair valuing a security include fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold and public trading in similar securities of the issuer or comparable issuers. Short-term investments, excluding U.S. Treasury Bills,

are carried at amortized cost, which approximates value. Investments in registered investment companies are valued at their net asset value. Financial futures and options, which are traded on an exchange, are valued at the last sales price on the securities exchange on which such securities are primarily traded or at the last sales price on the national securities market on each business day. Options traded over-thecounter are priced at the mean between the bid and asked price. Investments in swap transactions are valued each business day by an independent pricing service approved by the Board of Trustees. Swaps are valued by the service by using a swap pricing model which incorporates among other factors, default probabilities, recovery rates, credit curves of the underlying issuer and swap spreads on interest rates. Investments denominated in foreign currencies are translated to U.S. dollars at the prevailing rates of exchange. Forward currency exchange contracts are valued at the forward rate.

(b) Foreign currency transactions: The portfolio does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in the market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss on investments.

Net realized foreign exchange gains or losses arise from sales and maturities of short-term securities, sales of foreign currencies, currency gains or losses realized on securities transactions and the difference between the amounts of dividends, interest and foreign withholding taxes recorded on the portfolio's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the value of assets and liabilities other than investments in securities, resulting from changes in exchange rates. Such gains and losses are included with net realized and unrealized gain or loss on investments.

(c) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of the Manager, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by the Manager. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(d) Affiliated issuers: Investments in other investment companies advised by the Manager are defined as "affiliated" in the Act.

(e) Dividends to shareholders: Dividends are recorded on the exdividend date. Dividends from investment income-net are declared and paid monthly. Dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles.

On June 30, 2006, the Board of Trustees declared a cash dividend of \$.050 per share for both the Initial shares and Service shares, from undistributed investment income-net payable on July 3, 2006 (ex-dividend date) to shareholders of record as of the close of business on June 30, 2006.

(f) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The portfolio has an unused capital loss carryover of \$426,080 available for federal income tax purposes to be applied against future net securities profits, if any, realized subsequent to December 31, 2005. If not applied, \$343,556 of the carryover expires in fiscal 2012 and \$82,524 expires in fiscal 2013.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005 were as follows: ordinary income \$2,833,414. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Lines of Credit:

The portfolio may borrow up to \$5 million for leveraging purposes under a short-term unsecured line of credit and participates with other Dreyfus-managed funds in a \$100 million unsecured line of credit primarily to be utilized for temporary or emergency purposes, including the financing of redemptions. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing. During the period ended June 30, 2006, the portfolio did not borrow under either line of credit.

# NOTE 3–Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement with the Manager, the investment advisory fee is computed at the annual rate of .60% of the value of the portfolio's average daily net assets and is payable monthly.

The Manager has agreed, from January 1, 2006 to December 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings and extraordinary expenses, exceed an annual rate of .80% of the value of the average daily net assets of their class. During the period ended June 30, 2006, the Manager waived receipt of fees of \$51,749, pursuant to the undertaking.

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$55,670 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of the Manager, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$39 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of the Manager, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$14,765 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$30,498, Rule 12b-1 distribution plan fees \$8,610, custodian fees \$13,717, chief compliance officer fees \$1,926 and transfer agency per account fees \$17, which are offset against an expense reimbursement currently in effect in the amount of \$8,788.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by the Manager.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales (including paydowns) of investment securities, excluding short-term securities, financial futures, options transactions, forward currency exchange contracts and swap transactions during the period ended June 30, 2006, amounted to \$228,363,074 and \$222,889,543, respectively, of which \$74,714,681 in purchases and \$74,768,071 in sales were from mort-gage dollar roll transactions.

A mortgage dollar roll transaction involves a sale by the portfolio of mortgage related securities that it holds with an agreement by the portfolio to repurchase similar securities at an agreed upon price and date. The securities purchased will bear the same interest rate as those sold, but generally will be collateralized by pools of mortgages with different prepayment histories than those securities sold. The portfolio may invest in financial futures contracts in order to gain exposure to or protect against changes in the market. The portfolio is exposed to market risk as a result of changes in the value of the underlying financial instruments. Investments in financial futures require the portfolio to "mark to market" on a daily basis, which reflects the change in market value of the contracts at the close of each day's trading. Accordingly, variation margin payments are received or made to reflect daily unrealized gains or losses. When the contracts are closed, the portfolio recognizes a realized gain or loss. These investments require initial margin deposits with a broker, which consist of cash or cash equivalents. The amount of these deposits is determined by the exchange or Board of Trade on which the contract is traded and is subject to change. Contracts open at June 30, 2006, are set forth in the Statement of Financial Futures.

The portfolio may purchase and write (sell) put and call options in order to gain exposure to or to protect against changes in the market.

As a writer of call options, the portfolio receives a premium at the outset and then bears the market risk of unfavorable changes in the price of the financial instrument underlying the option. Generally, the portfolio would incur a gain, to the extent of the premium, if the price of the underlying financial instrument decreases between the date the option is written and the date on which the option is terminated. Generally, the portfolio would realize a loss, if the price of the financial instrument increases between those dates.

As a writer of put options, the portfolio receives a premium at the outset and then bears the market risk of unfavorable changes in the price of the financial instrument underlying the option. Generally, the portfolio would incur a gain, to the extent of the premium, if the price of the underlying financial instrument increases between the date the option is written and the date on which the option is terminated. Generally, the portfolio would realize a loss, if the price of the financial instrument decreases between those dates. The following summarizes the portfolio's call/put options written for the period ended June 30, 2006:

|                           | Face Amount    |               | Options   | Terminated       |
|---------------------------|----------------|---------------|-----------|------------------|
|                           | Covered by     | Premiums      |           | Net Realized     |
| Options Written:          | Contracts (\$) | Received (\$) | Cost (\$) | Gain (Loss) (\$) |
| Contracts outstanding     |                |               |           |                  |
| December 31, 2005         | 24,824,000     | 61,020        |           |                  |
| Contracts written         | 226,765,000    | 87,854        |           |                  |
| Contracts terminated:     |                |               |           |                  |
| Contracts closed          | 2,900,000      | 93            | 44,950    | (44,857)         |
| Contracts expired         | 230,092,000    | 89,921        | -         | 89,921           |
| Contracts exercised       | 7,302,000      | 10,005        | 10,005    | -                |
| Total contracts terminate | d 240,294,000  | 100,019       | 54,955    | 45,064           |
| Contracts outstanding     |                |               |           |                  |
| June 30, 2006             | 11,295,000     | 48,855        |           |                  |

The portfolio enters into forward currency exchange contracts in order to hedge its exposure to changes in foreign currency exchange rates on its foreign portfolio holdings and to settle foreign currency transactions. When executing forward currency exchange contracts, the portfolio is obligated to buy or sell a foreign currency at a specified rate on a certain date in the future. With respect to sales of forward currency exchange contracts, the portfolio would incur a loss if the value of the contract increases between the date the forward contract is opened and the date the forward contract is closed. The portfolio realizes a gain if the value of the contract decreases between those dates. With respect to purchases of forward currency exchange contracts, the portfolio would incur a loss if the value of the contract decreases between the date the forward contract is opened and the date the forward contract is closed. The portfolio realizes a gain if the value of the contract increases between those dates. The portfolio is also exposed to credit risk associated with counterparty nonperformance on these forward currency exchange contracts which is typically limited to the unrealized gain on each open contract. The following summarizes open forward currency exchange contracts at June 30, 2006:

|                    | Foreign    |              |            |                   |
|--------------------|------------|--------------|------------|-------------------|
| Forward Currency   | Currency   |              |            | Unrealized        |
| Sales Contracts    | Amounts    | Cost (\$)    | Value (\$) | Depreciation (\$) |
| Purchases:         |            |              |            |                   |
| lcelandic Krona,   |            |              |            |                   |
| expiring 7/11/2006 | 12,527,800 | 169,777      | 164,859    | (4,918)           |
| Sales:             | P          | roceeds (\$) |            |                   |
| Euro, expiring     |            |              |            |                   |
| 7/11/2006          | 136,830    | 169,777      | 175,087    | (5,310)           |
| Euro, expiring     |            |              |            |                   |
| 9/20/2006          | 50,000     | 63,374       | 64,280     | (906)             |
| Total              |            |              |            | (11,134)          |

The portfolio may enter into swap agreements to exchange the interest rate on, or return generated by, one nominal instrument for the return generated by another nominal instrument.

The portfolio accrues for the interim payments on swap contracts on a daily basis, with the net amount recorded within unrealized appreciation (depreciation) on swap contracts in the Statement of Assets and Liabilities. Once the interim payments are settled in cash, the net amount is recorded as realized gain (loss) on swaps, in addition to realized gain (loss) recorded upon the termination of swap contracts in the Statement of Operations. Fluctuations in the value of swap contracts are recorded as a component of net change in unrealized appreciation (depreciation) on investments.

Credit default swaps involve commitments to pay a fixed interest rate in exchange for payment if a credit event affecting a third party (the referenced company) occurs. Credit events may include a failure to pay interest or principal, bankruptcy, or restructuring. For those credit default swaps in which the portfolio is receiving a fixed rate, the portfolio is providing credit protection on the underlying instrument. The maximum payouts for these contracts are limited to the notional amount of each swap. The following summarizes credit default swaps entered into by the portfolio at June 30, 2006:

| Notional<br>Amount (\$) | Reference<br>Entity                             | Counterparty              | (Pay) Rece<br>Fixed Rate |            | Unrealized<br>Appreciation<br>(Depreciation)(\$) |
|-------------------------|---|---------------------------|--------------------------|------------|--|
| 145,000                 | Allstate, 7.2%,<br>12/1/2009                    | J.P. Morgan<br>Chase Bank | (.39)                    | 6/20/2016  | 125  |
| 530,000                 | Allstate, 7.2%,<br>12/1/2009                    | Merrill Lynch             | (.35)                    | 6/20/2016  | 2,058  |
| 690,000                 | BellSouth,<br>6%, 10/15/2011                    | Bear Stearns              | (.62)                    | 3/20/2016  | (4,376)  |
| 500,000                 | Structured Index                                | Morgan Stanley            | (.70)                    | 6/20/2013  | (4,278)  |
| 500,000                 | Structured Index                                | Morgan Stanley            | 2.25                     | 6/20/2016  | (3,075)  |
| 1,717,000               | Dow Jones<br>CDX.EM.5                           | J.P. Morgan<br>Chase Bank | (1.35)                   | 6/20/2011  | 3,540  |
| 1,283,000               | Dow Jones<br>CDX.EM.5                           | J.P. Morgan<br>Chase Bank | (1.35)                   | 6/20/2011  | 7,022  |
| 294,000                 | CenturyTel, 7.875%,<br>8/15/2012                | Citigroup                 | (1.16)                   | 9/20/2015  | (719)  |
| 85,000                  | CenturyTel, 7.875%,<br>8/15/2012                | Morgan Stanley            | (1.15)                   | 9/20/2015  | (149)  |
| 675,000                 | Chubb, 6%,<br>11/15/2011                        | Bear Stearns              | (.36)                    | 6/20/2016  | (355)  |
| 425,000                 | CMLTI 2006-WMC1<br>M8, 6.71%,<br>12/25/2035     | Morgan Stanley            | (1.20)                   | 12/25/2035 | (85)   |
| 190,000                 | GMAC, 6.875%,<br>8/28/2012                      | Morgan Stanley            | 2.00                     | 9/20/2006  | 402  |
| 400,000                 | JPMAC 2005-FRE1,<br>CL.M8, 6.62%,<br>10/25/2035 | Morgan Stanley            | (1.17)                   | 10/25/2035 | 355  |
| 1,225,000               | JPMCC 2006-CB15,<br>CL.AJ, 5.89%,<br>6/12/43    | Merrill Lynch             | (.13)                    | 6/20/2016  | (47)   |
| 231,000                 | Koninklijke<br>KPN N.V.,<br>8%, 10/1/2010       | Lehman<br>Brothers        | (.80)                    | 12/20/2010 | (1,643)  |
| 120,000                 | Koninklijke                                     | BIOLINEIS                 | (.00)                    | 12/20/2010 | (1,043)  |
| 120,000                 | KPN N.V.,<br>8%, 10/1/2010                      | Morgan<br>Stanley         | (.77)                    | 12/20/2010 | (712)  |
| 425,000                 | MABS Trust,<br>2005-WMC1, CL. M8<br>3/25/2035   | J.P. Morgan<br>Chase Bank | (1.18)                   | 4/25/2009  | 238  |
| 200,000                 | VF, 8.5%,<br>10/1/2010                          | Morgan Stanley            | (.72)                    | 6/20/2016  | (2,258)  |
| 570,000                 | VF, 8.5%,<br>10/1/2010                          | Morgan Stanley            | (.46)                    | 6/20/2016  | (3,978)  |
| 120,000                 | VF, 8.5%,<br>10/1/2010                          | Morgan Stanley            | (.45)                    | 6/20/2011  | (785)  |
| 525,000                 | Dow Jones<br>CDX.NA.IG.4                        | Citigroup                 | (.71)                    | 6/20/2010  | (11,149)   |

| Notional<br>Amount (\$) | Reference<br>Entity      | Counterparty       | (Pay) Receiv<br>Fixed Rate (9 |           | Unrealized<br>Appreciation<br>(Depreciation)(\$) |
|-------------------------|--------------------------|--------------------|-------------------------------|-----------|--|
| 685,000                 | Dow Jones<br>CDX.NA.IG.4 | Citigroup          | (.69)                         | 6/20/2010 | (14,051)   |
| 602,600                 | Dow Jones<br>CDX.NA.IG.4 | Lehman<br>Brothers | (.35)                         | 6/20/2010 | (5,048)  |
| 379,400                 | Dow Jones<br>CDX.NA.IG.4 | Merrill Lynch      | (.31)                         | 6/20/2010 | (2,560)  |
| Total                   |                          |                    |                               |           | (41,528)   |

The portfolio may enter into interest rate swaps which involve the exchange of commitments to pay and receive interest based on a notional principal amount. The following summarizes open interest rate swaps entered into by the portfolio at June 30, 2006:

| Notional<br>Amount | Reference<br>Entity/Currency | Counterparty  | (Pay) Recei<br>Fixed Rate ( |           | Unrealized<br>Appreciation<br>(Depreciation)(\$) |
|--------------------|------------------------------|---------------|-----------------------------|-----------|--|
| 705,000,000        | JPY-6 Month<br>LIBOR BBA     | UBS Warburg   | .88                         | 5/11/2008 | 6,682  |
| 4,169,000          | USD-3 Month<br>LIBOR BBA     | Merrill Lynch | 5.43                        | 5/13/2015 | (15,103)   |
| Total              |                              |               |                             |           | (8,421)  |

Total return swaps involve commitments to pay interest in exchange for a market-linked return based on a notional amount. To the extent the total return of the security or index underlying the transaction exceeds or falls short of the offsetting interest rate obligation, the portfolio will receive a payment from or make a payment to the counterparty, respectively. The following summarizes total return swaps entered into by the portfolio at June 30, 2006:

| Notional<br>Amount (\$) | Reference<br>Entity                                 | Counterparty              | (Pay) Receive<br>Fixed Rate (%) | Expiration | Unrealized<br>Depreciation(\$) |
|-------------------------|---|---------------------------|---------------------------------|------------|--------------------------------|
| 1,333,000               | Emerging<br>Markets Bond<br>Index Plus<br>@370.4091 | J.P. Morgan<br>Chase Bank | (4.55) 1                        | 1/14/2006  | (19,420)                       |
| 1,792,000               | Emerging<br>Markets Bond<br>Index Plus<br>@369.025  | J.P. Morgan<br>Chase Bank | (4.55) 1                        | 1/14/2006  | (19,233)                       |
| Total                   |   |                           |                                 |            | (38,653)                       |

Risks may arise upon entering into these agreements from the potential inability of the counterparties to meet the terms of the agreement and are generally limited to the amount of net payments to be received, if any, at the date of default.

At June 30, 2006, accumulated net unrealized depreciation on investments was \$1,059,454, consisting of \$343,851 gross unrealized appreciation and \$1,403,305 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

# For More Information

Dreyfus Investment Portfolios, Core Bond Portfolio 200 Park Avenue New York, NY 10166

#### **Investment Adviser**

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



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# Dreyfus Investment Portfolios, Core Value Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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# Dreyfus Investment Portfolios, The Portfolio Core Value Portfolio



#### LETTER FROM THE CHAIRMAN

#### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Core Value Portfolio, covering the six-month period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investmentrelated issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

Sty SCR

Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



# DISCUSSION OF PERFORMANCE

Brian Ferguson, Portfolio Manager Large Cap Value Team

# How did Dreyfus Investment Portfolios, Core Value Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, Dreyfus Investment Portfolios, Core Value Portfolio produced total returns of 5.14% for its Initial Shares and 5.09% for its Service Shares.<sup>1</sup> In comparison, the portfolio's benchmark, the S&P 500/BARRA Value Index, produced a total return of 5.48% for the same period.<sup>2</sup>

Strong corporate earnings and continued growth in the U.S. economy lifted the equities market over the first four months of 2006, but investor anxiety over high energy prices and rising interest rates subsequently caused stock prices to pull back, erasing many of the market's earlier gains. The portfolio's returns were slightly lower than the S&P 500/BARRA Value Index, primarily due to relatively strong performances in the energy, consumer discretionary and information technology sectors.

#### What is the portfolio's investment approach?

The portfolio invests primarily in large-cap companies that are considered undervalued based on traditional measures, such as price-to-earnings ratios. When choosing stocks, we use a "bottom-up" stock selection approach, focusing on individual companies, rather than a "top-down" approach that forecasts market trends. We also focus on a company's relative value, financial strength, sales and earnings momentum and likely catalysts that could ignite the stock price.

#### What other factors influenced the portfolio's performance?

Earlier in the reporting period, the U.S. stock market continued to climb on the strength of strong corporate earnings and signs of sustainable growth in the U.S. economy. Investors apparently maintained an optimistic outlook even as rising interest rates remained a concern, but mixed signals from economic data and uncertainty whether the Federal Reserve Board (the "Fed") was at or near the end of its long series of interest rate hikes later clouded investors' outlooks. In fact, the Fed continued to raise short-term interest rates at each meeting of its Federal Open Market Committee, driving the overnight federal funds rate to 5.25% by the end of June. In addition, energy prices encountered renewed volatility, with crude oil topping \$75 a barrel, sparking inflation fears and concerns regarding the potentially adverse impact of higher fuel costs on consumer spending. As a result, investor sentiment deteriorated in May and June, and the stock market lost most of the ground it had gained earlier in the reporting period.

However, the upward trend in energy prices helped support the portfolio's performance in the energy sector. The portfolio's relatively heavy exposure to energy stocks contributed positively to overall returns. In addition, the portfolio's performance relative to the benchmark benefited from our emphasis on refineries and oil field services companies, such as Marathon Oil and Schlumberger. The information technology sector also contributed substantially to the portfolio's relative performance, primarily because the portfolio did not have significant positions in some of the sector's weaker companies, including information storage specialist EMC, which declined as a result of slow sales growth, and telecommunications equipment maker Motorola, which faced rising competitive pressures.

The portfolio's relative performance was further bolstered by the success of our stock selection strategy in the consumer discretionary sector. Unlike the benchmark, the portfolio did not own any homebuilding stocks, which were weak due to housing market concerns. In addition, the portfolio avoided investment in cruise line operator Carnival until the effects of 2005's hurricanes and concerns regarding high fuel prices were more appropriately reflected into earnings estimates. Johnson Controls, a manufacturer of building control systems and automotive consoles, also was a strong performer, lifted by investors' response to its acquisition of York, a maker of air conditioners and heating units. Unlike the benchmark, the portfolio did not own shares of media giant Viacom, which struggled with slow growth in advertising sales in the media sector.

The portfolio's performance, however, was tempered by some disappointments. While the materials sector performed well overall, our relatively limited emphasis on metal and mining companies held back relative performance. In the consumer staples sector, the portfolio's relative performance was undermined by its lack of exposure to food commodities processor Archer Daniels Midland, which saw its shares advance significantly due to increased demand for corn-based ethanol as an energy source.

#### What is the portfolio's current strategy?

Our bottom-up stock selection process has continued to guide our investment decisions, as we believe it to be an effective method in identifying attractively valued stocks under a variety of market conditions. We have continued to find attractive values in relatively defensive consumer staples stocks, and we have increased our emphasis in the sector over more economically sensitive stocks. In the industrials area, we increasingly have favored industrial stocks that historically have fared well late in the economic cycle, such as General Electric. While in the past we have found attractive opportunities in the energy area, we are reducing our emphasis on the sector, as many stocks have become more richly valued.

July 17, 2006

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Core Value Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the fund may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement in effect through December 31, 2006, at which time it may be extended, terminated or modified. Had these expenses not been absorbed, the portfolio's returns would have been lower. Part of the fund's recent performance can be no guarantee that IPOs will have or continue to have a positive effect on the fund's performance. Currently, the fund is relatively small in asset size. IPOs tend to have a reduced effect on performance as a fund's asset base grows.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects the reinvestment of dividends and, where applicable, capital gain distributions. The S&P 500/BARRA Value Index is a capitalization-weighted index of all the stocks in the Standard & Poor's 500 Composite Price Index ("S&P 500 Index") that have low price-to-book ratios. The S&P 500 Index is a widely accepted, unmanaged index of U.S. stock market performance.

# UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, CoreValue Portfolio from January 1,2006 to June 30,2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 4.27        | \$ 5.09        |  |
| Ending value (after expenses) | \$1,051.40     | \$1,050.90     |  |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |
|-------------------------------|----------------|----------------|
| Expenses paid per \$1,000+    | \$ 4.21        | \$ 5.01        |
| Ending value (after expenses) | \$1,020.63     | \$1,019.84     |

† Expenses are equal to the portfolio's annualized expense ratio of .84% for Initial shares and 1.00% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

## STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-98.7%           | Shares   | Value (\$) |
|-------------------------------|----------|------------|
| Banking-9.3%                  |          |            |
| Bank of America               | 55,110   | 2,650,791  |
| Bank of New York              | 10,100   | 325,220    |
| PNC Financial Services Group  | 5,400    | 378,918    |
| SunTrust Banks                | 4,600    | 350,796    |
| US Bancorp                    | 18,400   | 568,192    |
| Wachovia                      | 24,100   | 1,303,328  |
| Wells Fargo & Co.             | 12,700   | 851,916    |
|                               |          | 6,429,161  |
| Consumer Discretionary-10.0%  |          |            |
| Carnival                      | 8,200    | 342,268    |
| Clear Channel Communications  | 27,000   | 835,650    |
| Comcast, Cl. A                | 9,000 a  | 294,660    |
| Federated Department Stores   | 10,200   | 373,320    |
| Johnson Controls              | 7,500    | 616,650    |
| Limited Brands                | 14,600   | 373,614    |
| Marriott International, Cl. A | 9,800    | 373,576    |
| McDonald's                    | 28,600   | 960,960    |
| News, Cl. A                   | 35,400   | 678,972    |
| Omnicom Group                 | 8,600    | 766,174    |
| Time Warner                   | 33,800   | 584,740    |
| TJX Cos.                      | 15,000   | 342,900    |
| Walt Disney                   | 11,100   | 333,000    |
|                               |          | 6,876,484  |
| Consumer Staples-6.7%         |          |            |
| Altria Group                  | 24,300   | 1,784,349  |
| Cadbury Schweppes, ADR        | 16,200   | 628,884    |
| Colgate-Palmolive             | 12,300   | 736,770    |
| CVS                           | 11,400   | 349,980    |
| Dean Foods                    | 13,200 a | 490,908    |
| Procter & Gamble              | 10,900   | 606,040    |
|                               |          | 4,596,931  |
| Energy-13.2%                  |          |            |
| Anadarko Petroleum            | 6,800    | 324,292    |
| Apache                        | 4,000    | 273,000    |
| Chevron                       | 23,700   | 1,470,822  |
| ConocoPhillips                | 26,700   | 1,749,651  |
| Devon Energy                  | 5,700    | 344,337    |
|                               |          |            |

| Energy (continued)         48,904         3,000,260           Halliburton         4,800         356,208           Marathon Oil         14,100         1,174,530           Valero Energy         6,200         412,424           y105,524         9,105,524           Financial Services-23.7%         6         9,000           ACE         6,900         349,071           American International Group         16,096         950,469           AON         19,300         672,026           Capital One Financial         11,900         1,016,855           Chubb         13,800         688,620           Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Fredie Mac         27,700         965,058           Goldman Sachs Group         3,6600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Metriff         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100   |                              |          |            |
|---|------------------------------|----------|------------|
| Exon Mobil         48,904         3,000,260           Halliburton         4,800         356,208           Marathon Oil         14,100         1,174,530           Valero Energy         6,200         412,424           Financial Services-23.7%  | Common Stocks (continued)    | Shares   | Value (\$) |
| Halliburton       4,800       356,208         Marathon Oil       14,100       1,174,530         Valero Energy       6,200       412,424         Pinancial Services-23.7%       7         ACE       6,900       349,071         American International Group       16,096       950,469         AON       19,300       672,026         Capital One Financial       11,900       1,016,855         Chubb       13,800       688,620         Citigroup       51,900       2,503,656         Countrywide Financial       11,100       422,688         Equity Residential       11,300       505,449         Freddie Mac       12,200       695,522         Genworth Financial, CL A       27,700       965,068         Goldman Sachs Group       3,600       541,548         JPMorgan Chase & Co.       53,200       2,234,400         Lincoln National       6,000       338,640         Merrill Lynch & Co.       11,500       726,915         PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual  | Energy (continued)           |          |            |
| Marathon Oil         14,100         1,174,530           Valero Energy         6,200         412,424           9,105,524         9,105,524           Financial Services-23.7%             ACE         6,900         349,071           American International Group         16,096         950,469           AON         19,300         672,026           Capital One Financial         11,900         1,016,855           Chubb         13,800         688,620           Countrywide Financial         11,300         505,449           Fredie Mac         12,200         695,522           Genworth Financial, CI, A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Mertilf         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11   | Exxon Mobil                  | 48,904   | 3,000,260  |
| Name         Name <th< td=""><td>Halliburton</td><td>4,800</td><td>356,208</td></th<>   | Halliburton                  | 4,800    | 356,208    |
| Pinancial Services-23.7%           ACE         6,900         349,071           American International Group         16,096         950,469           AON         19,300         672,026           Capital One Financial         11,900         1,016,855           Chubb         13,800         688,620           Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         12,200         695,522           Genworth Financial, Cl. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PII Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual   | Marathon Oil                 | 14,100   | 1,174,530  |
| Financial Services-23.7%         ACE       6,900       349,071         American International Group       16,096       950,469         AON       19,300       672,026         Capital One Financial       11,900       1,016,855         Chubb       13,800       688,620         Citigroup       51,900       2,503,656         Countrywide Financial       11,100       422,688         Equity Residential       11,300       505,449         Freddie Mac       12,200       695,522         Genworth Financial, CL A       27,700       965,068         Goldman Sachs Group       3,600       541,548         JPMorgan Chase & Co.       53,200       2,234,400         Lincoln National       6,000       338,640         Merrill Lynch & Co.       18,000       1,252,080         Morgan Stanley       11,500       726,915         PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402 <b>Healtt Care-7.5%</b> 19,600       854,756         Amgen       5,100  | Valero Energy                | 6,200    | 412,424    |
| ACE         6,900         349,071           American International Group         16,096         950,469           AON         19,300         672,026           Capital One Financial         11,900         1,016,855           Chubb         13,800         688,620           Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         \$22,673           Boston Scientific         15,500         261,020           P  |                              |          | 9,105,524  |
| American International Group         16,096         950,469           AON         19,300         672,026           Capital One Financial         11,900         1,016,855           Chubb         13,800         688,620           Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         22,700         695,522           Genworth Financial, CL A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St, Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         \$24,002 <b>Health Care-7.5%</b> 19,600         \$54,756   | Financial Services-23.7%     |          |            |
| AON       19,300       672,026         Capital One Financial       11,900       1,016,855         Chubb       13,800       688,620         Citigroup       51,900       2,503,656         Countrywide Financial       11,100       422,688         Equity Residential       11,300       505,449         Freddie Mac       12,200       695,522         Genworth Financial, CL A       27,700       965,068         Goldman Sachs Group       3,600       541,548         JPMorgan Chase & Co.       53,200       2,234,400         Lincoln National       6,000       338,640         Merrill Lynch & Co.       18,000       1,252,080         MetLife       7,300       373,833         Morgan Stanley       11,500       726,915         PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402 <b>Health Care-7.5%</b> 11,900       332,673         Boston Scientific       19,600       854,756         Amgen       5,100       322,673         Boston Scientific  | ACE                          | 6,900    | 349,071    |
| Capital One Financial         11,900         1,016,855           Chubb         13,800         688,620           Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         12,200         695,522           Genworth Financial, CI. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           Metlife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Health Care-7.5%         15,500         326,673           Boston Scientific         15,600         332,673           Boston Scientific         15,500         261,020 <td>American International Group</td> <td>16,096</td> <td>950,469</td>   | American International Group | 16,096   | 950,469    |
| Chubb         13,800         688,620           Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         12,200         695,522           Genworth Financial, Cl. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           teatist Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100         332,673           Boston Scientific         15,500         261,020           Prizer         73,50  | AON                          | 19,300   | 672,026    |
| Citigroup         51,900         2,503,656           Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         12,200         695,522           Genworth Financial, Cl. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Iteastories           Abbott Laboratories         19,600         854,756           Amgen         5,100         332,673           Boston Scientific         15,500         261,020           Prizer         73,500         1,725,045           Thermo Electron <td< td=""><td>Capital One Financial</td><td>11,900</td><td>1,016,855</td></td<>   | Capital One Financial        | 11,900   | 1,016,855  |
| Countrywide Financial         11,100         422,688           Equity Residential         11,300         505,449           Freddie Mac         12,200         695,522           Genworth Financial, Cl. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Image: Stange St   | Chubb                        | 13,800   | 688,620    |
| Equity Residential         11,300         505,449           Freddie Mac         12,200         695,522           Genworth Financial, CI. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Health Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100         332,673           Boston Scientific         15,500         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600         347,904           WeilPoint         10,000         727,700           Wyeth         20,300   | Citigroup                    | 51,900   | 2,503,656  |
| Freddie Mac       12,200       695,522         Genworth Financial, Cl. A       27,700       965,068         Goldman Sachs Group       3,600       541,548         JPMorgan Chase & Co.       53,200       2,234,400         Lincoln National       6,000       338,640         Merrill Lynch & Co.       18,000       1,252,080         MetLife       7,300       373,833         Morgan Stanley       11,500       726,915         PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402         Iteast Care-7.5%         Abbott Laboratories       19,600       854,756         Amgen       5,100       322,673         Boston Scientific       15,500       261,020         Pfizer       73,500       1,725,045         Thermo Electron       9,600       347,904         WellPoint       10,000       727,700         Wyeth       20,300       901,523   | Countrywide Financial        | 11,100   | 422,688    |
| Genworth Financial, Cl. A         27,700         965,068           Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           teatht Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100         332,673           Boston Scientific         15,500         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600         347,904           WeilPoint         10,000         727,700           Wyeth         20,300         901,523  | Equity Residential           | 11,300   | 505,449    |
| Goldman Sachs Group         3,600         541,548           JPMorgan Chase & Co.         53,200         2,234,400           Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Iteatth Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100         322,673           Boston Scientific         15,500         261,020           Prizer         73,500         1,725,045           Thermo Electron         9,600         347,904           WellPoint         10,000         727,700           Wyeth         20,300         901,523  | Freddie Mac                  | 12,200   | 695,522    |
| JPMorgan Chase & Co.       53,200       2,234,400         Lincoln National       6,000       338,640         Merrill Lynch & Co.       18,000       1,252,080         MetLife       7,300       373,833         Morgan Stanley       11,500       726,915         PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402         Iteatement State | Genworth Financial, Cl. A    | 27,700   | 965,068    |
| Lincoln National         6,000         338,640           Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Health Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100 a         332,673           Boston Scientific         15,500 a         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600 a         347,904           WellPoint         10,000 a         727,700           Wyeth         20,300         901,523   | Goldman Sachs Group          | 3,600    | 541,548    |
| Merrill Lynch & Co.         18,000         1,252,080           MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           Ideated Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100 a         332,673           Boston Scientific         15,500 a         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600 a         347,904           WellPoint         10,000 a         727,700           Wyeth         20,300         901,523   | JPMorgan Chase & Co.         | 53,200   | 2,234,400  |
| MetLife         7,300         373,833           Morgan Stanley         11,500         726,915           PMI Group         14,100         628,578           Prudential Financial         7,400         574,980           St. Paul Travelers Cos.         7,800         347,724           Washington Mutual         11,900         542,402           If6,330,524           Health Care-7.5%           Abbott Laboratories         19,600         854,756           Amgen         5,100         322,673           Boston Scientific         15,500         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600         347,904           WellPoint         10,000         727,700           Wyeth         20,300         901,523   | Lincoln National             | 6,000    | 338,640    |
| Morgan Stanley       11,500       726,915         PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402         Health Care-7.5%         Abbott Laboratories       19,600       854,756         Amgen       5,100       332,673         Boston Scientific       15,500       261,020         Pfizer       73,500       1,725,045         Thermo Electron       9,600       347,904         WellPoint       10,000       727,700         Wyeth       20,300       901,523   | Merrill Lynch & Co.          | 18,000   | 1,252,080  |
| PMI Group       14,100       628,578         Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402         If6,330,524         Health Care-7.5%         Abbott Laboratories       19,600       854,756         Amgen       5,100 a       332,673         Boston Scientific       15,500 a       261,020         Pfizer       73,500       1,725,045         Thermo Electron       9,600 a       347,904         WellPoint       10,000 a       727,700         Wyeth       20,300       901,523   | MetLife                      | 7,300    | 373,833    |
| Prudential Financial       7,400       574,980         St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402 <b>16,330,524 Health Care-7.5%</b> Abbott Laboratories       19,600       854,756         Amgen       5,100       332,673         Boston Scientific       15,500       261,020         Pfizer       73,500       1,725,045         Thermo Electron       9,600       347,904         WellPoint       10,000       727,700         Wyeth       20,300       901,523  | Morgan Stanley               | 11,500   | 726,915    |
| St. Paul Travelers Cos.       7,800       347,724         Washington Mutual       11,900       542,402         Health Care-7.5%       19,600       854,756         Abbott Laboratories       19,600       854,756         Amgen       5,100 a       322,673         Boston Scientific       15,500 a       261,020         Pfizer       73,500       1,725,045         Thermo Electron       9,600 a       347,904         WellPoint       10,000 a       727,700         Wyeth       20,300       901,523  | PMI Group                    | 14,100   | 628,578    |
| Washington Mutual         11,900         542,402           Health Care-7.5%         16,330,524           Abbott Laboratories         19,600         854,756           Amgen         5,100 a         332,673           Boston Scientific         15,500 a         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600 a         347,904           WellPoint         10,000 a         727,700           Wyeth         20,300         901,523  | Prudential Financial         | 7,400    | 574,980    |
| Health Care-7.5%         16,330,524           Abbott Laboratories         19,600         854,756           Amgen         5,100 a         332,673           Boston Scientific         15,500 a         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600 a         347,904           WellPoint         10,000 a         727,700           Wyeth         20,300         901,523   | St. Paul Travelers Cos.      | 7,800    | 347,724    |
| Health Care-7.5%         19,600         854,756           Abbott Laboratories         5,100 a         332,673           Amgen         5,500 a         261,020           Pfizer         73,500         1,725,045           Thermo Electron         9,600 a         347,904           WellPoint         10,000 a         727,700           Wyeth         20,300         901,523   | Washington Mutual            | 11,900   | 542,402    |
| Abbott Laboratories       19,600       854,756         Amgen       5,100 a       332,673         Boston Scientific       15,500 a       261,020         Pfizer       73,500       1,725,045         Thermo Electron       9,600 a       347,904         WellPoint       10,000 a       727,700         Wyeth       20,300       901,523   |                              |          | 16,330,524 |
| Amgen5,100 a332,673Boston Scientific15,500 a261,020Pfizer73,5001,725,045Thermo Electron9,600 a347,904WellPoint10,000 a727,700Wyeth20,300901,523   | Health Care-7.5%             |          |            |
| Boston Scientific15,500 a261,020Pfizer73,5001,725,045Thermo Electron9,600 a347,904WellPoint10,000 a727,700Wyeth20,300901,523  | Abbott Laboratories          | 19,600   | 854,756    |
| Pfizer     73,500     1,725,045       Thermo Electron     9,600 a     347,904       WellPoint     10,000 a     727,700       Wyeth     20,300     901,523   | Amgen                        | 5,100 ª  | 332,673    |
| Thermo Electron         9,600 a         347,904           WellPoint         10,000 a         727,700           Wyeth         20,300         901,523   | Boston Scientific            | 15,500 a | 261,020    |
| WellPoint         10,000 a         727,700           Wyeth         20,300         901,523   | Pfizer                       | 73,500   | 1,725,045  |
| Wyeth 20,300 901,523  | Thermo Electron              | 9,600 a  | 347,904    |
|   | WellPoint                    | 10,000 a | 727,700    |
| 5,150,621   | Wyeth                        | 20,300   | 901,523    |
|   |                              |          | 5,150,621  |

| Common Stocks (continued)       | Shares   | Value (\$) |
|---------------------------------|----------|------------|
| Industrial-8.3%                 |          |            |
| 3M                              | 4,500    | 363,465    |
| Boeing                          | 4,100    | 335,831    |
| Cooper Industries, CI. A        | 2,400    | 223,008    |
| Eaton                           | 4,900    | 369,460    |
| Emerson Electric                | 4,000    | 335,240    |
| General Electric                | 41,100   | 1,354,656  |
| Honeywell International         | 8,800    | 354,640    |
| Lockheed Martin                 | 5,100    | 365,874    |
| Tyco International              | 25,300   | 695,750    |
| Union Pacific                   | 10,600   | 985,376    |
| United Technologies             | 5,300    | 336,126    |
|                                 |          | 5,719,426  |
| Information Technology-7.7%     |          |            |
| Accenture, Cl. A                | 32,500   | 920,400    |
| Automatic Data Processing       | 16,000   | 725,600    |
| Cisco Systems                   | 35,100 ª | 685,503    |
| Fiserv                          | 3,900 a  | 176,904    |
| Hewlett-Packard                 | 37,700   | 1,194,336  |
| International Business Machines | 8,900    | 683,698    |
| Microsoft                       | 24,300   | 566,190    |
| NCR                             | 8,800 a  | 322,432    |
|                                 |          | 5,275,063  |
| Materials–2.0%                  |          |            |
| Alcoa                           | 11,800   | 381,848    |
| Dow Chemical                    | 8,200    | 320,046    |
| El Du Pont de Nemours & Co.     | 8,000    | 332,800    |
| Rohm & Haas                     | 7,500    | 375,900    |
|                                 |          | 1,410,594  |
| Telecommunications-6.2%         |          |            |
| Alltel                          | 5,200    | 331,916    |
| AT & T                          | 73,000   | 2,035,970  |
| BellSouth                       | 16,500   | 597,300    |
| Sprint Nextel                   | 14,200   | 283,858    |
| Verizon Communications          | 20,300   | 679,847    |
| Vodafone Group, ADR             | 15,100   | 321,630    |
|                                 |          | 4,250,521  |

| Common Stocks (continued)   | Shares    | Value (\$) |
|---|-----------|------------|
| Utilities-4.1%  |           |            |
| Constellation Energy Group  | 8,700     | 474,324    |
| Edison International  | 7,700     | 300,300    |
| Entergy   | 4,100     | 290,075    |
| Exelon  | 12,400    | 704,692    |
| FPL Group   | 7,100     | 293,798    |
| NRG Energy  | 8,600 a   | 414,348    |
| PG & E  | 8,700     | 341,736    |
|   |           | 2,819,273  |
| Total Common Stocks<br>(cost \$57,112,071)                                      |           | 67,964,122 |
|   |           | ••••••     |
| Other Investment–.8%  |           |            |
| Registered Investment Company;  |           |            |
| Dreyfus Institutional Preferred   |           |            |
| Plus Money Market Fund  |           |            |
| (cost \$576,000)  | 576,000 b | 576,000    |
| Total Investments (cost \$57,688,071)   | 99.5%     | 68,540,122 |
| Cash and Receivables (Net)  | .5%       | 334,663    |
| Net Assets  | 100.0%    | 68,874,785 |
| ADR—American Depository Receipts<br><sup>a</sup> Non-income producing security. |           |            |

<sup>b</sup> Investment in affiliated money market mutual fund.

#### Portfolio Summary (Unaudited)+

|                        | Value (%) |                         | Value (%) |
|------------------------|-----------|-------------------------|-----------|
| Financial Services     | 23.7      | Consumer Staples        | 6.7       |
| Energy                 | 13.2      | Telecommunications      | 6.2       |
| Consumer Discretionary | 10.0      | Utilities               | 4.1       |
| Banking                | 9.3       | Materials               | 2.0       |
| Industrial             | 8.3       | Money Market Investment | .8        |
| Information Technology | 7.7       |                         |           |
| Health Care            | 7.5       |                         | 99.5      |

† Based on net assets.

# STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|   | Cost                  | Value                 |
|---|-----------------------|-----------------------|
| Assets (\$):  |                       |                       |
| Investments in securities–See Statement of Investments:<br>Unaffiliated issuers<br>Affiliated issuers | 57,112,071<br>576,000 | 67,964,122<br>576,000 |
| Cash  |                       | 2,514                 |
| Receivable for investment securities sold   |                       | 367,837               |
| Dividends and interest receivable   |                       | 94,569                |
| Receivable for shares of Beneficial Interest subscribed   |                       | 46,004                |
| Prepaid expenses  |                       | 9,113                 |
|   |                       | 69,060,159            |
| Liabilities (\$):   |                       |                       |
| Due to The Dreyfus Corporation and affiliates-Note 3(b)   |                       | 53,706                |
| Payable for investment securities purchased   |                       | 69,671                |
| Payable for shares of Beneficial Interest redeemed  |                       | 29,798                |
| Interest payable–Note 2   |                       | 30                    |
| Accrued expenses  |                       | 32,169                |
|   |                       | 185,374               |
| Net Assets (\$)   |                       | 68,874,785            |
| Composition of Net Assets (\$):   |                       |                       |
| Paid-in capital   |                       | 54,859,393            |
| Accumulated undistributed investment income–net   |                       | 462,071               |
| Accumulated net realized gain (loss) on investments   |                       | 2,701,270             |
| Accumulated net unrealized appreciation<br>(depreciation) on investments                              |                       | 10,852,051            |
| Net Assets (\$)   |                       | 68,874,785            |
|   |                       |                       |

| Net Asset Value Per Share      |                |                |  |  |  |
|--------------------------------|----------------|----------------|--|--|--|
|                                | Initial Shares | Service Shares |  |  |  |
| Net Assets (\$)                | 31,169,669     | 37,705,116     |  |  |  |
| Shares Outstanding             | 1,844,252      | 2,226,339      |  |  |  |
| Net Asset Value Per Share (\$) | 16.90          | 16.94          |  |  |  |

# STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):   |           |
|---|-----------|
| Income:   |           |
| Cash dividends:   |           |
| Unaffiliated issuers  | 779,550   |
| Affiliated issuers  | 7,842     |
| Interest  | 4,635     |
| Income from securities lending                                  | 59        |
| Total Income  | 792,086   |
| Expenses:   |           |
| Investment advisory fee–Note 3(a)                               | 265,423   |
| Distribution fees–Note 3(b)                                     | 48,636    |
| Auditing fees   | 20,762    |
| Custodian fees–Note 3(b)  | 6,879     |
| Prospectus and shareholders' reports                            | 4,603     |
| Legal fees  | 1,799     |
| Trustees' fees and expenses-Note 3(c)                           | 1,085     |
| Shareholder servicing costs–Note 3(b)                           | 286       |
| Interest expense-Note 2   | 108       |
| Registration fees   | 84        |
| Miscellaneous   | 2,231     |
| Total Expenses  | 351,896   |
| Less-waiver of fees due to                                      |           |
| undertaking–Note 3(a)   | (22,798)  |
| Less-reduction in custody fees                                  |           |
| due to earnings credits–Note 1 (b)                              | (763)     |
| Net Expenses  | 328,335   |
| Investment Income-Net   | 463,751   |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$): |           |
| Net realized gain (loss) on investments                         | 3,156,821 |
| Net unrealized appreciation (depreciation) on investments       | (45,769)  |
| Net Realized and Unrealized Gain (Loss) on Investments          | 3,111,052 |
| Net Increase in Net Assets Resulting from Operations            | 3,574,803 |
|   |           |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended<br>June 30, 2006 | Year Ended        |
|--|-----------------------------------|-------------------|
|  | (Unaudited)                       | December 31, 2005 |
| Operations (\$):   |                                   |                   |
| Investment income-net  | 463,751                           | 894,916           |
| Net realized gain (loss) on investments                      | 3,156,821                         | 5,393,343         |
| Net unrealized appreciation<br>(depreciation) on investments | (45,769)                          | (2,534,124)       |
| Net Increase (Decrease) in Net Assets                        |                                   |                   |
| Resulting from Operations                                    | 3,574,803                         | 3,754,135         |
| Dividends to Shareholders from (\$):                         |                                   |                   |
| Investment income-net:                                       |                                   |                   |
| Initial shares   | (428,851)                         | (147,061)         |
| Service shares   | (462,935)                         | (117,909)         |
| Total Dividends  | (891,786)                         | (264,970)         |
| Beneficial Interest Transactions (\$):                       |                                   |                   |
| Net proceeds from shares sold:                               |                                   |                   |
| Initial shares   | 1,329,965                         | 2,006,235         |
| Service shares   | 682,145                           | 1,399,677         |
| Dividends reinvested:  |                                   |                   |
| Initial shares   | 428,851                           | 147,061           |
| Service shares   | 462,935                           | 117,909           |
| Cost of shares redeemed:                                     |                                   |                   |
| Initial shares   | (3,946,960)                       | (7,405,008)       |
| Service shares   | (4,600,549)                       | (6,825,256)       |
| Increase (Decrease) in Net Assets from                       |                                   |                   |
| Beneficial Interest Transactions                             | (5,643,613)                       | (10,559,382)      |
| Total Increase (Decrease) in Net Assets                      | (2,960,596)                       | (7,070,217)       |
| Net Assets (\$):   | 74 005 001                        |                   |
| Beginning of Period  | 71,835,381                        | 78,905,598        |
| End of Period  | 68,874,785                        | 71,835,381        |
| Undistributed investment income-net                          | 462,071                           | 890,106           |

|   | Six Months Ended<br>June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
|---|--|---------------------------------|
| Capital Share Transactions:                   |  |                                 |
| Initial Shares                                |  |                                 |
| Shares sold                                   | 77,196   | 130,688                         |
| Shares issued for dividends reinvested        | 25,481   | 9,624                           |
| Shares redeemed                               | (234,819)  | (473,451)                       |
| Net Increase (Decrease) in Shares Outstanding | (132,142)  | (333,139)                       |
| Service Shares                                |  |                                 |
| Shares sold                                   | 40,297   | 90,077                          |
| Shares issued for dividends reinvested        | 27,425   | 7,696                           |
| Shares redeemed                               | (272,453)  | (437,238)                       |
| Net Increase (Decrease) in Shares Outstanding | (204,731)  | (339,465)                       |

### FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Six Mor                            | nths Ended                         |        |        |        |         |        |
|------------------------------------|------------------------------------|--------|--------|--------|---------|--------|
|                                    | e 30, 2006 Year Ended December 31, |        |        |        |         |        |
| Initial Shares                     | (Unaudited)                        | 2005   | 2004   | 2003   | 2002    | 2001   |
| Per Share Data (\$):               |                                    |        |        |        |         |        |
| Net asset value,                   |                                    |        |        |        |         |        |
| beginning of period                | 16.29                              | 15.52  | 14.08  | 11.06  | 14.54   | 15.10  |
| Investment Operations:             |                                    |        |        |        |         |        |
| Investment income-net <sup>a</sup> | .12                                | .20    | .17    | .12    | .09     | .12    |
| Net realized and unrealized        |                                    |        |        |        |         |        |
| gain (loss) on investments         | .72                                | .64    | 1.46   | 3.01   | (3.46)  | (.45)  |
| Total from Investment Operations   | .84                                | .84    | 1.63   | 3.13   | (3.37)  | (.33)  |
| Distributions:                     |                                    |        |        |        |         |        |
| Dividends from investment          |                                    |        |        |        |         |        |
| income-net                         | (.23)                              | (.07)  | (.19)  | (.11)  | (.11)   | (.01)  |
| Dividends from net realized        |                                    |        |        |        |         |        |
| gain on investments                | -                                  | -      | -      | -      | -       | (.22)  |
| Total Distributions                | (.23)                              | (.07)  | (.19)  | (.11)  | (.11)   | (.23)  |
| Net asset value, end of period     | 16.90                              | 16.29  | 15.52  | 14.08  | 11.06   | 14.54  |
| Total Return (%)                   | 5.14 <sup>b</sup>                  | 5.42   | 11.60  | 28.42  | (23.29) | (2.08) |
| Ratios/Supplemental Data (%):      |                                    |        |        |        |         |        |
| Ratio of total expenses            |                                    |        |        |        |         |        |
| to average net assets              | .43 <sup>b</sup>                   | .86    | .85    | .85    | .88     | .98    |
| Ratio of net expenses              |                                    |        |        |        |         |        |
| to average net assets              | .42 <sup>b</sup>                   | .86    | .85    | .85    | .88     | .96    |
| Ratio of net investment income     |                                    |        |        |        |         |        |
| to average net assets              | .69 <sup>b</sup>                   | 1.28   | 1.16   | .99    | .69     | .83    |
| Portfolio Turnover Rate            | 24.18 <sup>b</sup>                 | 55.38  | 76.19  | 55.90  | 65.72   | 65.13  |
| Net Assets, end of period          | 04.476                             |        |        |        |         |        |
| (\$ x 1,000)                       | 31,170                             | 32,189 | 35,847 | 31,812 | 27,354  | 37,595 |
|                                    |                                    |        |        |        |         |        |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

|   | nths Ended         |                         |        |        |         |        |
|---|--------------------|-------------------------|--------|--------|---------|--------|
| June 30, 2006   |                    | Year Ended December 31, |        |        |         |        |
| Service Shares  | (Unaudited)        | 2005                    | 2004   | 2003   | 2002    | 2001   |
| Per Share Data (\$):                                    |                    |                         |        |        |         |        |
| Net asset value,<br>beginning of period                 | 16.31              | 15.54                   | 14.08  | 11.07  | 14.54   | 15.09  |
| Investment Operations:                                  |                    |                         |        |        |         |        |
| Investment income–net <sup>a</sup>                      | .10                | .18                     | .14    | .10    | .08     | .08    |
| Net realized and unrealized gain (loss) on investments  | .73                | .63                     | 1.47   | 3.00   | (3.45)  | (.40)  |
| Total from Investment Operations                        | .83                | .81                     | 1.61   | 3.10   | (3.37)  | (.32)  |
| Distributions:  |                    |                         |        |        |         |        |
| Dividends from investment<br>income-net                 | (.20)              | (.04)                   | (.15)  | (.09)  | (.10)   | (.01)  |
| Dividends from net realized<br>gain on investments      | -                  | _                       | _      | _      | -       | (.22)  |
| Total Distributions                                     | (.20)              | (.04)                   | (.15)  | (.09)  | (.10)   | (.23)  |
| Net asset value, end of period                          | 16.94              | 16.31                   | 15.54  | 14.08  | 11.07   | 14.54  |
| Total Return (%)  | 5.09 <sup>b</sup>  | 5.25                    | 11.44  | 28.14  | (23.31) | (2.08) |
| Ratios/Supplemental Data (%):                           |                    |                         |        |        |         |        |
| Ratio of total expenses<br>to average net assets        | .55 <sup>b</sup>   | 1.11                    | 1.10   | 1.10   | 1.13    | 1.27   |
| Ratio of net expenses<br>to average net assets          | .50 <sup>b</sup>   | 1.00                    | 1.00   | 1.00   | 1.00    | 1.00   |
| Ratio of net investment income<br>to average net assets | .61 <sup>b</sup>   | 1.14                    | .99    | .84    | .62     | .61    |
| Portfolio Turnover Rate                                 | 24.18 <sup>b</sup> | 55.38                   | 76.19  | 55.90  | 65.72   | 65.13  |
| Net Assets, end of period<br>(\$ x 1,000)               | 37,705             | 39,646                  | 43,059 | 43,478 | 33,426  | 21,469 |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an openend management investment company operating as a series company currently offering nine series, including the Core Value Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to provide long-term capital growth. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. The Manager is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial").

Dreyfus Service Corporation (the "Distributor"), a wholly-owned subsidiary of the Manager, is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sales price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices, except for open short positions, where the asked price is used for valuation purposes. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price.

(b) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of the Manager, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by the Manager. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(c) Affiliated issuers: Investments in other investment companies advised by the Manager are defined as "affiliated" in the Act.

(d) Dividends to shareholders: Dividends are recorded on the ex-dividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles.

(e) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The portfolio has an unused capital loss carryover of \$254,596 available for federal income tax purposes to be applied against future net securities profits, if any, realized subsequent to December 31, 2005. If not applied, the carryover expires in fiscal 2011.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005 were as follows: ordinary income \$264,970. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$100 million unsecured line of credit primarily to be utilized for temporary or emergency purposes, including the financing of redemptions. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing.

The average daily amount of borrowings outstanding under the line of credit during the period ended June 30, 2006, was approximately \$4,000, with a related weighted average annualized interest rate of 5.46%.

#### NOTE 3–Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement with the Manager, the investment advisory fee is computed at the annual rate of .75% of the value of the portfolio's average daily net assets and is payable monthly.

The Manager has agreed, from January 1, 2006 to December 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings and extraordinary expenses, exceed 1% of the value of the average daily net assets of their class. During the period ended June 30, 2006, the Manager waived receipt of fees of \$22,798, pursuant to the undertaking.

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$48,636 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of the Manager, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$44 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of the Manager, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$6,879 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$42,145, Rule 12b-1 distribution plan fees \$7,671, custodian fees \$4,144, chief compliance officer fees \$1,926 and transfer agency per account fees \$20, which are offset against an expense reimbursement currently in effect in the amount of \$2,200.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by the Manager.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities, during the period ended June 30, 2006, amounted to \$17,094,241 and \$23,535,365, respectively.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$10,852,051, consisting of \$12,124,161 gross unrealized appreciation and \$1,272,110 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

#### INFORMATION ABOUT THE REVIEW AND APPROVAL OF THE PORTFOLIO'S INVESTMENT ADVISORY AGREEMENT (Unaudited)

At a meeting of the Board of Trustees of Dreyfus Investment Portfolios (the "Company") held on January 26, 2006, the Board considered the re-approval, through its annual renewal date of August 31, 2006, of the portfolio's Investment Advisory Agreement, pursuant to which The Dreyfus Corporation (the "Manager") provides the portfolio with investment advisory and administrative services. The Board members, none of whom are "interested persons" (as defined in the Investment Company Act of 1940, as amended) of the Company, were assisted in their review by independent legal counsel and met with counsel in executive session separate from representatives of the Manager.

Analysis of Nature, Extent and Quality of Services Provided to the Portfolio. The Board members considered information previously provided to them in a presentation from representatives of the Manager at the July 12-13, 2005 Board meeting (the "July Meeting") regarding services provided to the portfolio and other funds in the Dreyfus fund complex, and representatives of the Manager confirmed that there had been no material changes in this information. The Board also discussed the nature, extent and quality of the services provided to the portfolio pursuant to the portfolio's Investment Advisory Agreement. The Manager's representatives reviewed the portfolio's distribution of accounts and the Board members also referenced information provided and discussions at the July Meeting regarding the relationships the Manager has with various intermediaries and the different needs of each. The Board members noted that the portfolio's shares are offered only to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The Manager's representatives noted the diversity of distribution among the funds in the Dreyfus fund complex, and the Manager's corresponding need for broad, deep and diverse resources to be able to provide ongoing shareholder services to each distribution channel, including that of the portfolio. The Board also reviewed the number of shareholder accounts in the portfolio, as well as the portfolio's asset size.

The Board members also considered the Manager's research and portfolio management capabilities and that the Manager also provides oversight of day-to-day portfolio operations, including portfolio accounting and administration and assistance in meeting legal and regulatory requirements. The Board members also considered the Manager's extensive administrative, accounting and compliance infrastructure.

Comparative Analysis of the Portfolio's Performance and Investment Advisory Fee and Expense Ratios. The Board members reviewed the portfolio's performance, advisory fee and expense ratios and placed significant emphasis on comparisons to two groups of comparable funds and to Lipper averages (with respect to performance only). The Manager's representatives advised the Board members that the first comparison group of funds includes funds in the applicable Lipper category that are not subject to a Rule 12b-1 plan (collectively, "Comparison Group I") and that the second comparison group of funds includes funds in the applicable Lipper category that are subject to a Rule 12b-1 plan (collectively, "Comparison Group II"). Each group of comparable funds was previously approved by the Board for this purpose, and was prepared using a Board-approved selection methodology that was based, in part, on selecting non-affiliated funds reported in the same Lipper category as the portfolio. The Board members did not rely on comparisons to Lipper averages with respect to the portfolio's expense ratios because the average expense ratio of the applicable Lipper category for variable insurance products reflects not only expenses of mutual funds offered to fund variable annuity contracts and variable life insurance policies but also expenses of the separate accounts in which this type of mutual fund is offered.

The Board members discussed the results of the comparisons for various periods ended November 30, 2005, and it was noted that the total return performance of the portfolio's Initial shares (which are not subject to a Rule 12b-1 plan) was below the averages of Comparison Group I for the one-, three- and five-year periods, and that the total return performance of the portfolio's Service shares (which are subject to a Rule 12b-1 plan) was below the averages of Comparison Group II for the one- and three-year periods and was above the average of Comparison Group II for the five-year period. It was noted that the five-year total return performance of the portfolio's Service shares reflects the performance of the portfolio's Initial shares prior to December 31, 2000 (at which time the portfolio began offering Service shares) and reflects the performance of the portfolio's Service shares thereafter. Representatives of the Manager noted that the portfolio's performance continued to improve as of December 31, 2005. The Board members also noted that the portfolio's performance of the total return performance of the portfolio's Initial shares and Service shares was above the Comparison Group I and Comparison Group II Lipper category averages, respectively, for the one-year period and below these averages for the respective three- and five-year periods.

The Board members also discussed the portfolio's expense ratios, noting that the expense ratio of the portfolio's Initial shares was lower than the average expense ratio of Comparison Group I, and that the current fee waiver and expense reimbursement arrangement undertaken by the Manager had caused the expense ratio of the portfolio's Service shares to be lower than the average expense ratio of Comparison Group II. The Board reviewed the range of management fees in each comparison group, noting that the portfolio's advisory fee ranked in the middle, with several funds having the same or higher management fees. The Board members also considered the Manager's contractual undertaking for the portfolio in effect through December 31, 2006.

Representatives of the Manager reviewed with the Board members the fees paid to the Manager or its affiliates by mutual funds managed by the Manager or its affiliates with similar investment objectives, policies and strategies as the portfolio (the "Similar Funds"), and by other accounts managed or sub-advised by the Manager or its affiliates with similar investment objectives, policies and strategies as the portfolio (collectively with the Similar Funds, the "Similar Accounts"). The Manager's representatives explained the nature of the Similar Accounts and the differences, from the Manager's perspective, in management of the Similar Accounts as compared to managing and providing services to the portfolio. The Manager's representatives also reviewed the costs associated with distribution through intermediaries. The Board analyzed the differences in fees paid to the Manager and discussed the relationship of the advisory fees paid in light of the Manager's performance and the services provided; it was noted that one of the Similar Funds had the same management fee as the portfolio and that the other Similar Fund had a higher management fee than the portfolio that reflected the pricing of a "unitary fee" fund. The Board members considered the relevance of the fee information provided for the Similar Accounts managed by the Manager to evaluate the appropriateness and reasonableness of the portfolio's advisory fees. The Board acknowledged that differences in fees paid by the Similar Accounts seemed to be consistent with the services provided.

Analysis of Profitability and Economies of Scale. The Manager's representatives reviewed the dollar amount of expenses allocated and profit received by the Manager and the method used to determine such expenses and profit. The Board considered information, previously provided and discussed, prepared by an independent consulting firm regarding the Manager's approach to allocating costs to, and determining the profitability of, individual funds and the entire Dreyfus mutual fund complex. The Board members also considered that the methodology had been reviewed by an independent registered public accounting firm which, like the consultant, found the methodology to be reasonable. The consulting firm also analyzed where any economies of scale might emerge in connection with the management of the portfolio. The Board members evaluated the analysis in light of the relevant circumstances for the portfolio, and the extent to which economies of scale would be realized as the portfolio grows and whether fee levels reflect these economies of scale for the benefit of portfolio investors. The Board noted that it appeared that the benefits of any economies of scale also would be appropriately shared with shareholders through increased investment in fund management and administration resources. The

Board members also considered potential benefits to the Manager from acting as investment adviser to the portfolio, including soft dollar arrangements with respect to trading the portfolio's portfolio.

It was noted that the Board members should consider the Manager's profitability with respect to the portfolio as part of their evaluation of whether the fee under the Investment Advisory Agreement bears a reasonable relationship to the mix of services provided by the Manager, including the nature, extent and quality of such services and that discussions of economies of scale historically have been predicated on increasing assets and that, if a portfolio's assets had been decreasing, the extent to which the Manager may have realized any economies of scale would be less. The Board members also discussed the profitability percentage ranges determined by appropriate court cases to be reasonable given the services rendered to investment companies. It was noted that the profitability percentage for managing the portfolio was not unreasonable given the portfolio's overall performance and generally superior service levels provided. The Board also noted the current fee waiver and expense reimbursement arrangement and its effect on the profitability of the Manager.

At the conclusion of these discussions, each Board member expressed the opinion that he or she had been furnished with sufficient information to make an informed business decision with respect to continuation of the portfolio's Investment Advisory Agreement. Based on their discussions and considerations as described above, the Board made the following conclusions and determinations with respect to the portfolio.

- The Board concluded that the nature, extent and quality of the services provided by the Manager to the portfolio are adequate and appropriate.
- While the Board was concerned with the portfolio's total return performance, the Board members noted that the portfolio's short-term performance is improving.

- The Board concluded that the fee paid to the Manager by the portfolio was reasonable in light of the services provided, comparative performance and expense and advisory fee information, including the Manager's undertaking to waive or reimburse certain fees and expenses, costs of the services provided and profits to be realized and benefits derived or to be derived by the Manager from its relationship with the portfolio.
- The Board determined that the economies of scale which may accrue to the Manager and its affiliates in connection with the management of the portfolio had been adequately considered by the Manager in connection with the advisory fee rate charged to the portfolio, and that, to the extent in the future it were determined that material economies of scale had not been shared with the portfolio, the Board would seek to have those economies of scale shared with the portfolio.

The Board members considered these conclusions and determinations, along with the information received on a routine and regular basis throughout the year, and, without any one factor being dispositive, the Board determined that re-approval of the portfolio's Investment Advisory Agreement was in the best interests of the portfolio and its shareholders and that the Investment Advisory Agreement would be renewed through its annual renewal date of August 31, 2006.

# For More Information

Dreyfus Investment Portfolios, Core Value Portfolio 200 Park Avenue New York, NY 10166

#### **Investment Adviser**

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



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## Dreyfus Investment Portfolios, Emerging Leaders Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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## Dreyfus Investment Portfolios, The Portfolio



### LETTER FROM THE CHAIRMAN

#### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Emerging Leaders Portfolio, covering the sixmonth period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

Sty - 56. K.

Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



## DISCUSSION OF PERFORMANCE

Franklin Portfolio Associates Smallcap Team, Portfolio Managers

### How did Dreyfus Investment Portfolios, Emerging Leaders Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, the portfolio produced total returns of 2.70% for its Initial shares and 2.54% for its Service shares.<sup>1</sup> In comparison, the Russell 2000 Index (the "Index"), the portfolio's benchmark, produced a total return of 8.21% for the same period.<sup>2</sup>

The small-cap market rose on the strength of ongoing U.S. economic growth, which enabled many small companies to announce betterthan-expected earnings and revenues. At the same time, however, rising interest rates, intensifying inflationary pressures and volatile investor sentiment led to choppy market conditions. Companies that exceeded earnings expectations and offered positive guidance were rewarded with gains, while those reporting disappointing financial results or weak business conditions were sharply punished, particularly in areas that were out of favor with investors. While the portfolio participated in the market's rise with strong gains in the industrial and basic materials sectors, disappointing returns from several holdings in other sectors caused its performance to lag the benchmark.

#### What is the portfolio's investment approach?

The portfolio employs an investment process based on a "bottom-up" approach that seeks to identify undervalued securities using a quantitative screening process. This process is driven by a proprietary quantitative model which uses over 40 factors to identify and rank stocks based on:

- *fundamental momentum*, meaning measures that reflect the changes in short-term earnings outlook through factors such as revised earnings estimates and earnings surprises;
- *relative value,* such as current and forecasted price-to-earnings ratios, price-to-book ratios, yields and other price-sensitive data for a stock compared to its past, its peers and the models' overall stock universe;
- *future value,* such as discounted present value measures;
- *long-term growth*, based on measures that reflect the changes in estimated long-term earnings growth over multiple horizons; and
- *additional factors,* such as technical factors, trading by company insiders or share issuance/buy-back data.

Next, through a bottom-up approach, the portfolio managers focus on stock selection as opposed to making proactive decisions about industry or sector exposure. Over time, the portfolio managers attempt to construct a portfolio that has exposure to industries and market capitalizations that is generally similar to the portfolio's benchmark. Finally, within each sector, the portfolio managers seek to overweight the most attractive stocks and underweight or not hold the stocks that have been ranked least attractive.

#### What other factors influenced the portfolio's performance?

Uncertain economic trends and shifting investor sentiment created volatile conditions for equities throughout the reporting period. In the small-cap arena, the Index climbed by more than 10% during the first four months of 2006, and then dipped close to its January 1 level in early June before surging ahead during the final week of the reporting period.

In accordance with our disciplined, sector-neutral investment approach, the portfolio closely approximated the benchmark's sector and industry weightings. Differences in returns between the portfolio and the Index were largely determined by our security selection strategy.

The portfolio achieved its greatest gains compared to the benchmark among companies posting relatively strong financial results in the robust areas of industrials and basic materials. In the industrials sector, top performers included industrial parts manufacturer Gardner Denver and heavy machinery producers The Manitowoc Company and Bucyrus International. Among basic materials companies, returns benefited from investments in specialty chemical maker H.B. Fuller; steel manufacturers NS Group; and several precious metal mining concerns, such as Minefinders Corp., Ltd.

On the negative side, some of the portfolio's consumer discretionary and technology holdings announced earnings disappointments or issued negative guidance regarding future business prospects. Because these sectors were out of favor among investors, the market's reaction proved to be relatively harsh, driving the stocks sharply lower. In the consumer discretionary sector, notable disappointments included several specialty retailers, such as Talbots, Pacific Sunwear of California and Conn's. Among technology holdings, semiconductor makers Power Integrations and PortalPlayer; software developers Integraph and Wind River Systems; and electronics manufacturer Multi-Fineline Electronix all contributed substantially to the portfolio's relatively weak returns. Declines in the technology sector were cushioned to a degree by the portfolio's investment in Atheros Communications, a semiconductor maker that bucked the market's negative trend.

#### What is the portfolio's current strategy?

As of the end of the reporting period, we have continued to place roughly equal emphasis on growth and value factors in attempting to identify reasonably priced stocks with above-average potential for appreciation. We have remained sharply focused on adding value through our bottom-up, quantitatively based investment process. By identifying the market's most promising small-cap investment opportunities within each sector and industry we believe we have positioned the portfolio for long-term success.

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The portfolio is only available as a funding vehicle under various life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Emerging Leaders Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement in effect through December 31, 2006, at which time it may be extended, terminated or modified. Had these expenses not been absorbed, the portfolio's returns would have been lower. A significant portion of the portfolio's recent performance is attributable to positive returns from its initial public offering (IPO) investments. There can be no guarantee that IPOs will have or continue to have a positive effect on the portfolio's performance. Currently, the portfolio is relatively small in asset size. IPOs tend to have a reduced effect on performance as a fund's asset base grows.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects reinvestment of dividends and, where applicable, capital gain distributions. The Russell 2000 Index is an unmanaged index of small-cap stock performance and is composed of the 2,000 smallest companies in the Russell 3000 Index. The Russell 3000 Index is composed of the 3,000 largest U.S. companies based on total market capitalization.

Franklin Portfolio Associates is an independently managed, wholly owned subsidiary of Mellon Financial Corporation. Franklin Portfolio Associates has no affiliation to the Franklin Templeton Group of Funds or Franklin Resources, Inc. The portfolio's managers are dual employees of Franklin Portfolio Associates and Dreyfus.

## UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Emerging Leaders Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 5.23        | \$ 6.48        |  |
| Ending value (after expenses) | \$1,027.00     | \$1,025.40     |  |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |
|-------------------------------|----------------|----------------|
| Expenses paid per \$1,000†    | \$ 5.21        | \$ 6.46        |
| Ending value (after expenses) | \$1,019.64     | \$1,018.40     |

*†* Expenses are equal to the portfolio's annualized expense ratio of 1.04% for Initial shares and 1.29% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

## STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-99.3%                     | Shares     | Value (\$) |
|---|------------|------------|
| Commercial & Professional Services-6.9% |            |            |
| Arbitron                                | 7,000 a    | 268,310    |
| CBIZ                                    | 22,500 a,b | 166,725    |
| Concur Technologies                     | 4,800 b    | 74,256     |
| Corrections Corp. of America            | 4,000 a,b  | 211,760    |
| CRA International                       | 1,300 b    | 58,682     |
| Ennis                                   | 4,600 a    | 90,528     |
| FTI Consulting                          | 4,400 b    | 117,788    |
| Gentiva Health Services                 | 7,900 b    | 126,637    |
| IKON Office Solutions                   | 27,900     | 351,540    |
| Kforce                                  | 9,800 b    | 151,802    |
| Performance Food Group                  | 4,200 b    | 127,596    |
| Portfolio Recovery Associates           | 6,300 a,b  | 287,910    |
| Spherion                                | 29,400 b   | 268,128    |
| Viad                                    | 2,200      | 68,860     |
|   |            | 2,370,522  |
| Communications8%                        |            |            |
| Centennial Communications               | 10,700     | 55,640     |
| CT Communications                       | 3,500      | 80,045     |
| RCN                                     | 5,100 b    | 127,143    |
|   |            | 262,828    |
| Consumer Durables-4.6%                  |            |            |
| Avatar Holdings                         | 1,900 a,b  | 108,243    |
| Barnes Group                            | 11,800 a   | 235,410    |
| Charles & Colvard                       | 6,750 a    | 71,078     |
| Ethan Allen Interiors                   | 6,800 a    | 248,540    |
| Fossil                                  | 6,400 b    | 115,264    |
| Jakks Pacific                           | 7,000 a,b  | 140,630    |
| Thor Industries                         | 7,400      | 358,530    |
| WCI Communities                         | 13,900 a,b | 279,946    |
|   |            | 1,557,641  |
| Consumer Non-Durables-2.4%              |            |            |
| K-Swiss, Cl. A                          | 3,000      | 80,100     |
| Mannatech                               | 7,100 a    | 89,531     |
| Steven Madden                           | 5,400      | 159,948    |
|   |            |            |

| Common Stocks (continued)          | Shares     | Value (\$) |
|------------------------------------|------------|------------|
| Consumer Non-Durables (continued)  | 6 400      | 106 433    |
| Tootsie Roll Industries            | 6,400      | 186,432    |
| USANA Health Sciences              | 3,700 a,b  | 140,230    |
| Vector Group                       | 10,100 a   | 164,125    |
|                                    |            | 820,366    |
| Consumer Services-3.8%             |            | 50 50 4    |
| Alderwoods Group                   | 2,600 b    | 50,596     |
| Bob Evans Farms                    | 2,500      | 75,025     |
| Central Parking                    | 5,200 a    | 83,200     |
| Domino's Pizza                     | 4,600      | 113,804    |
| Great Wolf Resorts                 | 4,600 b    | 55,246     |
| Journal Register                   | 13,700     | 122,752    |
| Lone Star Steakhouse & Saloon      | 5,400      | 141,642    |
| Media General, Cl. A               | 4,200      | 175,938    |
| Sinclair Broadcast Group, Cl. A    | 10,200     | 87,312     |
| Sotheby's, Cl. A                   | 5,400 b    | 141,750    |
| Spanish Broadcasting System, Cl. A | 19,800 b   | 101,178    |
| World Wrestling Entertainment      | 8,500      | 143,565    |
|                                    |            | 1,292,008  |
| Electronic Technology-10.9%        |            |            |
| American Science & Engineering     | 1,900 b    | 110,048    |
| Asyst Technologies                 | 19,500 b   | 146,835    |
| Atheros Communications             | 8,300 a,b  | 157,368    |
| Ceradyne                           | 7,600 b    | 376,124    |
| CommScope                          | 12,400 a,b | 389,608    |
| Comtech Telecommunications         | 4,100 b    | 120,007    |
| Digi International                 | 5,500 a,b  | 68,915     |
| EndWave                            | 4,000 a,b  | 49,720     |
| Imation                            | 4,000      | 164,200    |
| Komag                              | 9,300 a,b  | 429,474    |
| Micrel                             | 6,400 b    | 64,064     |
| Multi-Fineline Electronix          | 9,100 a,b  | 302,029    |
| Newport                            | 5,600 b    | 90,272     |
| Orbital Sciences                   | 19,500 a,b | 314,730    |
|                                    |            |            |

| Common Stocks (continued)         | Shares    | Value (\$) |
|-----------------------------------|-----------|------------|
| Electronic Technology (continued) |           |            |
| Power Integrations                | 18,300 b  | 319,884    |
| Semtech                           | 4,700 b   | 67,915     |
| Spectralink                       | 12,700    | 112,014    |
| Trident Microsystems              | 16,700 b  | 316,966    |
|                                   |           | 3,733,592  |
| Energy Minerals-2.6%              |           |            |
| Comstock Resources                | 7,000 b   | 209,020    |
| Harvest Natural Resources         | 7,600 b   | 102,904    |
| Unit                              | 6,200 b   | 352,718    |
| W & T Offshore                    | 6,000 a   | 233,340    |
|                                   |           | 897,982    |
| Finance-22.4%                     |           |            |
| Accredited Home Lenders Holding   | 1,600 b   | 76,496     |
| American Campus Communities       | 3,200     | 79,520     |
| Arbor Realty Trust                | 7,500     | 187,875    |
| Boykin Lodging                    | 9,200 b   | 100,188    |
| CentraCore Properties Trust       | 2,200 a   | 54,450     |
| Citizens Banking                  | 7,100 a   | 173,311    |
| Colonial Properties Trust         | 6,700 a   | 330,980    |
| Columbia Banking System           | 4,300 a   | 160,734    |
| CompuCredit                       | 4,700 a,b | 180,668    |
| Corus Bankshares                  | 13,400 a  | 350,812    |
| Deerfield Triarc Capital          | 9,400     | 122,012    |
| Equity Inns                       | 14,100    | 233,496    |
| FelCor Lodging Trust              | 15,000    | 326,100    |
| Financial Federal                 | 2,900     | 80,649     |
| First Busey                       | 1,600 a   | 32,752     |
| First Community Bancorp/CA        | 5,000     | 295,400    |
| FirstFed Financial                | 3,100 a,b | 178,777    |
| Fremont General                   | 18,100    | 335,936    |
| Getty Realty                      | 4,600     | 130,824    |
| HomeBanc/Atlanta, GA              | 19,200 a  | 152,448    |
| Independent Bank/MI               | 5,425 a   | 142,678    |
| Inland Real Estate                | 16,100    | 239,568    |
|                                   |           |            |

| Common Stocks (continued)            | Shares     | Value (\$) |
|--------------------------------------|------------|------------|
| Finance (continued)                  |            |            |
| Knight Capital Group, Cl. A          | 20,700 b   | 315,261    |
| LandAmerica Financial Group          | 3,800      | 245,480    |
| LaSalle Hotel Properties             | 5,400      | 250,020    |
| LTC Properties                       | 6,600      | 147,510    |
| MAF Bancorp                          | 6,400      | 274,176    |
| MainSource Financial Group           | 2,700 a    | 47,061     |
| Max Re Capital                       | 5,800      | 126,672    |
| Mercantile Bank                      | 2,325 a    | 92,651     |
| National Financial Partners          | 7,000      | 310,170    |
| National Health Investors            | 3,200      | 86,048     |
| Omega Healthcare Investors           | 5,700      | 75,354     |
| Pacific Capital Bancorp              | 4,800      | 149,376    |
| Partners Trust Financial Group       | 14,930 a   | 170,351    |
| Prosperity Bancshares                | 5,200 a    | 171,028    |
| Provident New York Bancorp           | 12,200     | 161,284    |
| R-G Financial, Cl. B                 | 14,900     | 127,991    |
| Renasant                             | 1,600 a    | 64,560     |
| Rent-Way                             | 7,200 a,b  | 53,136     |
| Republic Bancorp/MI                  | 17,100     | 211,869    |
| Senior Housing Properties Trust      | 7,200      | 128,952    |
| Spirit Finance                       | 7,700      | 86,702     |
| Texas Regional Bancshares, Cl. A     | 8,270      | 313,598    |
| Universal Health Realty Income Trust | 2,300 a    | 72,105     |
|                                      |            | 7,647,029  |
| Health Technology-9.6%               |            |            |
| Alpharma, Cl. A                      | 7,800      | 187,512    |
| Analogic                             | 1,700      | 79,237     |
| Andrx                                | 4,600 b    | 106,674    |
| Applera–Celera Genomics Group        | 8,800 b    | 113,960    |
| Aspect Medical Systems               | 5,400 a,b  | 94,176     |
| BioMarin Pharmaceutical              | 20,000 b   | 287,400    |
| Exelixis                             | 19,400 a,b | 194,970    |
| Geron                                | 26,300 a,b | 181,470    |
| Hologic                              | 2,000 b    | 98,720     |
|                                      |            |            |

| Common Stocks (continued)     | Shares     | Value (\$) |
|-------------------------------|------------|------------|
| Health Technology (continued) |            |            |
| Introgen Therapeutics         | 10,500 a,b | 44,625     |
| Intuitive Surgical            | 2,400 b    | 283,128    |
| Lifecell                      | 5,200 a,b  | 160,784    |
| Medarex                       | 26,300 b   | 252,743    |
| Neurometrix                   | 4,800 b    | 146,208    |
| OraSure Technologies          | 32,600 a,b | 310,352    |
| Pain Therapeutics             | 11,400 a,b | 95,190     |
| Sciele Pharma                 | 11,700 a,b | 271,323    |
| United Therapeutics           | 4,300 b    | 248,411    |
| Zoll Medical                  | 3,700 b    | 121,212    |
|                               |            | 3,278,095  |
| Industrial Services-1.3%      |            |            |
| Todco, Cl. A                  | 8,300      | 339,055    |
| Trico Marine Services         | 3,000 b    | 102,000    |
|                               |            | 441,055    |
| Non-Energy Minerals-3.6%      |            |            |
| Metal Management              | 5,900      | 180,658    |
| NS Group                      | 7,000 b    | 385,560    |
| Quanex                        | 4,200      | 180,894    |
| Steel Dynamics                | 7,100      | 466,754    |
|                               |            | 1,213,866  |
| Process Industries-2.6%       |            |            |
| Greif, Cl. A                  | 1,200 a    | 89,952     |
| HB Fuller                     | 3,600      | 156,852    |
| Headwaters                    | 11,600 a,b | 296,496    |
| Myers Industries              | 9,100      | 156,429    |
| Pioneer Cos.                  | 6,700 b    | 182,776    |
|                               |            | 882,505    |
| Producer Manufacturing-7.7%   |            |            |
| American Woodmark             | 4,100      | 143,664    |
| Bucyrus International, CI. A  | 5,000      | 252,500    |
| Encore Wire                   | 8,000 a,b  | 287,520    |
| EnPro Industries              | 2,300 b    | 77,280     |
| Freightcar America            | 1,900      | 105,469    |
|                               |            |            |

| Common Stocks (continued)          | Shares     | Value (\$) |
|------------------------------------|------------|------------|
| Producer Manufacturing (continued) |            |            |
| Gardner Denver                     | 6,400 b    | 246,400    |
| Herman Miller                      | 7,800      | 201,006    |
| Littelfuse                         | 4,100 b    | 140,958    |
| Manitowoc                          | 5,600      | 249,200    |
| Minefinders                        | 12,100 b   | 98,857     |
| Nordson                            | 5,000      | 245,900    |
| Simpson Manufacturing              | 5,800 a    | 209,090    |
| Wabtec                             | 9,600      | 359,040    |
|                                    |            | 2,616,884  |
| Retail Trade-4.4%                  |            |            |
| Aeropostale                        | 3,100 b    | 89,559     |
| Asbury Automotive Group            | 5,000 b    | 104,700    |
| Conn's                             | 8,300 a,b  | 220,365    |
| Dress Barn                         | 6,500 b    | 164,775    |
| Great Atlantic & Pacific Tea       | 10,900     | 247,648    |
| Hibbett Sporting Goods             | 4,050 b    | 96,795     |
| Pacific Sunwear of California      | 14,200 a,b | 254,606    |
| Sonic Automotive                   | 11,000     | 243,980    |
| Stein Mart                         | 4,500      | 66,600     |
|                                    |            | 1,489,028  |
| Technology Services-11.4%          |            |            |
| Albany Molecular Research          | 13,900 b   | 148,452    |
| American Retirement                | 3,600 b    | 117,972    |
| CNET Networks                      | 26,100 a,b | 208,278    |
| Digital Insight                    | 4,000 b    | 137,160    |
| Intergraph                         | 5,300 b    | 166,897    |
| Internet Capital Group             | 28,500 b   | 256,500    |
| Lawson Software                    | 14,400 b   | 96,480     |
| Magellan Health Services           | 8,600 b    | 389,666    |
| Mantech International, Cl. A       | 5,300 b    | 163,558    |
|                                    |            |            |

| Common Stocks (continued)                  | Shares                | Value (\$) |
|--|-----------------------|------------|
| Technology Services (continued)            |                       |            |
| MapInfo                                    | 16,400 b              | 214,020    |
| Per-Se Technologies                        | 4,700 b               | 118,346    |
| Perot Systems, Cl. A                       | 18,500 <sup>a,b</sup> | 267,880    |
| Secure Computing                           | 15,400 b              | 132,440    |
| SPSS                                       | 2,400 b               | 77,136     |
| SYKES Enterprises                          | 21,700 b              | 350,672    |
| Trizetto Group                             | 24,500 b              | 362,355    |
| United Online                              | 22,000                | 264,000    |
| Vignette                                   | 16,400 b              | 239,112    |
| Wind River Systems                         | 18,200 b              | 161,980    |
|  |                       | 3,872,904  |
| Transportation-2.8%                        |                       |            |
| EGL  | 6,500 b               | 326,300    |
| Mesa Air Group                             | 27,100 b              | 266,935    |
| SCS Transportation                         | 3,600 b               | 99,108     |
| Skywest                                    | 11,200                | 277,760    |
|  |                       | 970,103    |
| Utilities-1.5%                             |                       |            |
| Avista                                     | 3,900                 | 89,037     |
| El Paso Electric                           | 13,500 b              | 272,160    |
| Laclede Group                              | 2,100                 | 72,156     |
| Otter Tail                                 | 3,100 a               | 84,723     |
|  |                       | 518,076    |
| Total Common Stocks<br>(cost \$32,763,926) |                       | 33,864,484 |
| Other Investment6%                         |                       |            |
| Registered Investment Company;             |                       |            |
| Dreyfus Institutional Preferred            |                       |            |
| Plus Money Market Fund                     |                       |            |
| (cost \$197,000)                           | 197,000 c             | 197,000    |

| Investment of Cash Collateral<br>for Securities Loaned–26.1%            | Shares      | Value (\$)  |
|---|-------------|-------------|
| Registered Investment Company;  |             |             |
| Dreyfus Institutional Cash<br>Advantage Plus Fund<br>(cost \$8,905,832) | 8,905,832 c | 8,905,832   |
| Total Investments (cost \$41,866,758)                                   | 126.0%      | 42,967,316  |
| Liabilities, Less Cash and Receivables                                  | (26.0%)     | (8,857,883) |
| Net Assets  | 100.0%      | 34,109,433  |

<sup>a</sup> All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$8,593,657 and the total market value of the collateral held by the portfolio is \$8,905,832.

<sup>b</sup> Non-income producing security.

<sup>c</sup> Investment in affiliated money market mutual fund.

#### Portfolio Summary (Unaudited)+

|                                    | Value (%) |                     | Value (%) |
|------------------------------------|-----------|---------------------|-----------|
| Money Market Investments           | 26.7      | Consumer Durables   | 4.6       |
| Finance                            | 22.4      | Retail Trade        | 4.4       |
| Technology Services                | 11.4      | Consumer Services   | 3.8       |
| Electronic Technology              | 10.9      | Non-Energy Minerals | 3.6       |
| Health Technology                  | 9.6       | Other               | 14.0      |
| Producer Manufacturing             | 7.7       |                     |           |
| Commercial & Professional Services | 6.9       |                     | 126.0     |

† Based on net assets.

## STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|   | Cost                    | Value                   |
|---|-------------------------|-------------------------|
| Assets (\$):  |                         |                         |
| Investments in securities-See Statement                   |                         |                         |
| of Investments (including securities on loan,             |                         |                         |
| valued at \$8,593,657)-Note 1(b):<br>Unaffiliated issuers | 22762026                | 22 061 101              |
| Affiliated issuers  | 32,763,926<br>9,102,832 | 33,864,484<br>9,102,832 |
| Cash  | 5,102,002               | 53.080                  |
| Receivable for shares of Beneficial Interest subscribed   |                         | 29,343                  |
| Dividends and interest receivable                         |                         | 22,395                  |
| Prepaid expenses  |                         | 4,517                   |
|   |                         | 43,076,651              |
| Liabilities (\$):   |                         |                         |
| Due to The Dreyfus Corporation and affiliates—Note 3(b)   |                         | 34,025                  |
| Liability for securities on loan–Note 1(b)                |                         | 8,905,832               |
| Payable for shares of Beneficial Interest redeemed        |                         | 3,879                   |
| Accrued expenses  |                         | 23,482                  |
|   |                         | 8,967,218               |
| Net Assets (\$)   |                         | 34,109,433              |
| Composition of Net Assets (\$):                           |                         |                         |
| Paid-in capital   |                         | 29,495,889              |
| Accumulated investment (loss)-net                         |                         | (5,410)                 |
| Accumulated net realized gain (loss) on investments       |                         | 3,518,396               |
| Accumulated net unrealized appreciation                   |                         |                         |
| (depreciation) on investments                             |                         | 1,100,558               |
| Net Assets (\$)   |                         | 34,109,433              |

| Net Asset Value Per Share      |                |                |  |  |  |  |
|--------------------------------|----------------|----------------|--|--|--|--|
|                                | Initial Shares | Service Shares |  |  |  |  |
| Net Assets (\$)                | 19,838,459     | 14,270,974     |  |  |  |  |
| Shares Outstanding             | 972,684        | 710,888        |  |  |  |  |
| Net Asset Value Per Share (\$) | 20.40          | 20.07          |  |  |  |  |

## STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):   |             |
|---|-------------|
| Income:   |             |
| Cash dividends (net of \$256 foreign taxes withheld at source): |             |
| Unaffiliated issuers  | 175,140     |
| Affiliated issuers  | 3,903       |
| Income from securities lending                                  | 18,126      |
| Total Income  | 197,169     |
| Expenses:   |             |
| Investment advisory fee–Note 3(a)                               | 162,887     |
| Distribution fees–Note 3(b)                                     | 19,058      |
| Auditing fees   | 9,698       |
| Custodian fees–Note 3(b)  | 5,874       |
| Prospectus and shareholders' reports                            | 4,699       |
| Legal fees  | 963         |
| Trustees' fees and expenses-Note 3(c)                           | 771         |
| Interest expense-Note 2   | 158         |
| Miscellaneous   | 3,783       |
| Total Expenses  | 207,891     |
| Investment (Loss)-Net   | (10,722)    |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$): |             |
| Net realized gain (loss) on investments                         | 3,528,136   |
| Net unrealized appreciation (depreciation) on investments       | (2,512,341) |
| Net Realized and Unrealized Gain (Loss) on Investments          | 1,015,795   |
| Net Increase in Net Assets Resulting from Operations            | 1,005,073   |
| net increase in net Assets Resulting Irvin Operations           | 1,005,075   |

## STATEMENT OF CHANGES IN NET ASSETS

| Six Months Ended<br>June 30, 2006         Year Ended<br>December 31, 2005           Operations (\$):         (Unaudited)         December 31, 2005           Investment (loss)-net         (10,722)         (28,127)           Net realized appreciation         (depreciation) on investments         3,528,136         5,238,844           Net unrealized appreciation         (depreciation) on investments         (10,722)         (28,127)           Net Increase (Decrease) in Net Assets         Resulting from Operations         1,005,073         1,624,618           Dividends to Shareholders from (\$):         Net realized gain on investments:         Initial shares         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)         Beneficial Interest Transactions (\$):         Net proceeds from shares sold:         Initial shares         (2,181,908)         (882,945)           Dividends reinvested:         Initial shares         2,983,883         1,097,280         Service shares         2,181,908         882,945           Cost of shares redeemed:         Initial shares         (2,259,326)         (3,050,618)         Increase (Decrease) in Net Assets from         Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from         Service shares         (2,107,095         (1,948,038)         Total |   |             |                   |
|--|---|-------------|-------------------|
| Unaddited         December 31, 2005           Operations (\$):         (10,722)         (28,127)           Investment (loss) – net         (10,722)         (28,127)           Net realized appreciation         (depreciation) on investments         3,528,136         5,238,844           Net unrealized appreciation         (depreciation) on investments         (2,512,341)         (3,586,099)           Net Increase (Decrease) in Net Assets         Resulting from Operations         1,005,073         1,624,618           Dividends to Shareholders from (\$):         Net realized gain on investments:         Initial shares         (2,983,883)         (1,097,280)           Service shares         (2,181,908)         (882,945)         Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):         Net proceeds from shares sold:         Initial shares         1,185,271         4,091,471           Service shares         1,185,271         4,091,471         Service shares         2,983,883         1,097,280           Service shares         2,983,883         1,097,280         Service shares         2,181,908         882,945           Cost of shares redeemed:         Initial shares         (2,594,608)         (6,009,294)         Service shares         (2,305,618)           Increase (De   |   |             |                   |
| Operations (\$):         (10,722)         (28,127)           Investment (loss) – net         (10,722)         (28,127)           Net realized agarciation         (depreciation)         (depreciation)           (depreciation) on investments         (2,512,341)         (3,586,099)           Net realized appreciation         (depreciation) on investments         (2,983,883)         (1,097,280)           Net realized gain on investments:         (1,1990,280)         (882,945)         (882,945)           Service shares         (2,181,908)         (882,945)         (1,097,280)           Service shares         (2,181,908)         (882,945)         (1,097,280)           Service shares         (2,093,883)         (1,097,280)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)         Beneficial Interest Transactions (\$):           Net proceeds from shares sold:         (1,185,271         4,091,471         Service shares         (2,00,67         1,040,178           Dividends reinvested:         (1,185,271         4,091,471         Service shares         (2,00,7280)         Service shares         (2,00,67         1,040,178           Dividends reinvested:         (1,189,225)         Beneficial Interest Transactions         (2,250,326)         (3,050,618)         Increase (Decrease) in   |   |             |                   |
| Investment (loss)-net         (10,722)         (28,127)           Net realized gain (loss) on investments         3,528,136         5,238,844           Net unrealized appreciation         (depreciation) on investments         (2,512,341)         (3,586,099)           Net Increase (Decrease) in Net Assets         ntice         Net realized gain on investments:         1,005,073         1,624,618           Dividends to Shareholders from (\$):         Net realized gain on investments:         (2,181,908)         (882,945)           Net realized gain on investments:         (1,97,280)         (882,945)         (1,997,280)           Service shares         (2,181,908)         (882,945)         (1,997,280)           Service shares         (2,181,908)         (882,945)         (1,997,280)           Service shares         (2,181,908)         (882,945)         (1,991,471           Service shares         1,185,271         4,091,471         Service shares         (2,181,908)         882,945           Dividends reinvested:         Initial shares         (2,593,683)         1,097,280         Service shares         (2,050,326)         (3,050,618)           Initial shares         (2,250,326)         (3,050,618)         Increase (Decrease) in Net Assets from         Service shares         (2,203,645)         Net Assets (\$):         Servi  | Operations (\$):                              | (Onducted)  | December 31, 2003 |
| Net realized gain (loss) on investments         3,528,136         5,238,844           Net unrealized appreciation<br>(depreciation) on investments         (2,512,341)         (3,586,099)           Net Increase (Decrease) in Net Assets<br>Resulting from Operations         1,005,073         1,624,618           Dividends to Shareholders from (\$):<br>Net realized gain on investments:         1,005,073         1,624,618           Dividends to Shareholders from (\$):<br>Net realized gain on investments:         (2,963,883)         (1,097,280)           Service shares         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):<br>Net proceeds from shares sold:         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:         1         1           Initial shares         2,983,883         1,097,280           Service shares         0,21,81,908         882,945           Cost of shares redeemed:         1         1           Initial shares         (2,594,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from         Beneficial Interest Transactions         2,107,095         (1,948,038)  | ,   | (10722)     | (28 1 27)         |
| Net unrealized appreciation<br>(depreciation) on investments         (2,512,341)         (3,586,099)           Net Increase (Decrease) in Net Assets         Resulting from Operations         1,005,073         1,624,618           Dividends to Shareholders from (\$):<br>Net realized gain on investments:<br>Initial shares         (2,983,883)         (1,097,280)           Service shares         (2,983,883)         (1,097,280)           Service shares         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):<br>Net proceeds from shares sold:<br>Initial shares         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:<br>Initial shares         2,983,883         1,097,280           Service shares         2,181,908         882,945           Cost of shares redeemed:<br>Initial shares         (2,294,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from<br>Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Interest Transactions         2,107,095         (1,948,038)           Total Interest Transactions         2,107,095         (1,948,038)           Total Interest Transactions (Shares):<br>Ini            |   |             |                   |
| (depreciation) on investments         (2,512,341)         (3,586,099)           Net Increase (Decrease) in Net Assets         1,005,073         1,624,618           Dividends to Shareholders from (\$):         Net realized gain on investments:         (1,097,280)           Net realized gain on investments:         (2,181,908)         (882,945)           Total Dividends         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):         Net proceeds from shares sold:         (1,097,280)           Initial shares         (2,181,908)         (882,945)           Dividends         (0,09,291)         (1,980,225)           Beneficial Interest Transactions (\$):         Net proceeds from shares sold:         (1,097,280)           Initial shares         (2,983,883)         1,097,280           Service shares         2,983,883         1,097,280           Service shares         (2,181,908)         882,945           Cost of shares redeemed:         Initial shares         (2,594,608)         (6,009,294)           Service shares         (2,594,608)         (6,009,294)         Service shares         (2,303,645)           Increase (Decrease) in Net Assets from         Inteastice (Decrease) in Net Assets         (2,053,623)   |   | 5,520,150   | 5,250,044         |
| Net Increase (Decrease) in Net Assets<br>Resulting from Operations         1,005,073         1,624,618           Dividends to Shareholders from (\$):         Interval (2,983,883)         (1,097,280)           Net realized gain on investments:         (1,197,280)         (882,945)           Total Dividends         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):         Net proceeds from shares sold:         Initial shares           Initial shares         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:         Initial shares         2,983,883         1,097,280           Service shares         2,181,908         882,945         Cost of shares redeemed:         Initial shares         (2,594,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)         Increase (Decrease) in Net Assets from         Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets from         Estimation of Period         36,163,056         38,466,701           Beginning of Period         36,163,056         38,466,701         End of Period         36,163,056           Undistributed investment inc   |   | (2 512 3/1) | (3 586 099)       |
| Resulting from Operations         1,005,073         1,624,618           Dividends to Shareholders from (\$):   |   | (2,312,341) | (3,300,077)       |
| Dividends to Shareholders from (\$):           Net realized gain on investments:           Initial shares         (2,983,883)         (1,097,280)           Service shares         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):             Net proceeds from shares sold:             Initial shares         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:             Initial shares         2,983,883         1,097,280           Service shares         2,9181,908         882,945           Cost of shares redeemed:             Initial shares         (2,259,4608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from             Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,203,645)           Net Assets (\$):              Beginning of Period         36   |   | 1,005,073   | 1,624,618         |
| Initial shares         (2,983,883)         (1,097,280)           Service shares         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):             Net proceeds from shares sold:             Initial shares         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:             Initial shares         2,983,883         1,097,280           Service shares         2,181,908         882,945           Cost of shares redeemed:             Initial shares         (2,259,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from             Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):              Beginning of Period         36,163,056         38,466,701           Undistributed investinen income (loss)-net         (5,410) <td></td> <td></td> <td>· · ·</td>   |   |             | · · ·             |
| Service shares         (2,181,908)         (882,945)           Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):  | Net realized gain on investments:             |             |                   |
| Total Dividends         (5,165,791)         (1,980,225)           Beneficial Interest Transactions (\$):   | -   | (2,983,883) | (1,097,280)       |
| Beneficial Interest Transactions (\$):         Initial Shares         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:         1         1           Initial shares         2,983,883         1,097,280           Service shares         2,181,908         882,945           Cost of shares redeemed:         1         1           Initial shares         (2,594,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from         Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)         Net Assets (\$):           Beginning of Period         36,163,056         38,466,701         End of Period         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312         Capital Share Transactions (Shares):           Initial Shares         Sinares sold         53,410         185,857           Shares sold         53,410         185,857           Shares sold         53,410         185,857           Shares sold         53,410         185,857           Shares sold  | Service shares                                | (2,181,908) | (882,945)         |
| Net proceeds from shares sold:         1,185,271         4,091,471           Service shares         600,967         1,040,178           Dividends reinvested:             Initial shares         2,983,883         1,097,280           Service shares         2,181,908         882,945           Cost of shares redeemed:             Initial shares         2,2594,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from             Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):              Beginning of Period         36,163,056         38,466,701            End of Period         34,109,433         36,163,056            Undistributed investment income (loss)-net         (5,410)         5,312            Shares sold         53,410         185,857            Shares sold of dividends reinvested         134,773         50,871            Shares sold of dividends reinvested   | Total Dividends                               | (5,165,791) | (1,980,225)       |
| Initial shares       1,185,271       4,091,471         Service shares       600,967       1,040,178         Dividends reinvested:  | Beneficial Interest Transactions (\$):        |             |                   |
| Service shares         600,967         1,040,178           Dividends reinvested:   | Net proceeds from shares sold:                |             |                   |
| Service shares         600,967         1,040,178           Dividends reinvested:   | Initial shares                                | 1,185,271   | 4,091,471         |
| Initial shares       2,983,883       1,097,280         Service shares       2,181,908       882,945         Cost of shares redeemed:   | Service shares                                | 600,967     | 1,040,178         |
| Service shares         2,181,908         882,945           Cost of shares redeemed:         Initial shares         (2,594,608)         (6,009,294)           Initial shares         (2,250,326)         (3,050,618)         Increase (Decrease) in Net Assets from           Beneficial Interest Transactions         2,107,095         (1,948,038)         Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):         Beginning of Period         36,163,056         38,466,701           End of Period         36,163,056         38,466,701           End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         53,410         185,857           Shares sold         53,410         185,857         Shares issued for dividends reinvested         134,773         50,871           Shares redeemed         (116,922)         (271,360)         Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         Shares sold         27,671         47,206         Shares issued for dividends reinvested         100,042         41,356           Shares sold         27,671         47,206   | Dividends reinvested:                         |             |                   |
| Cost of shares redeemed:         (2,594,608)         (6,009,294)           Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from         (2,253,623)         (2,303,645)           Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):         (2,053,623)         (2,303,645)           Beginning of Period         36,163,056         38,466,701           End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         5           Shares sold         53,410         185,857           Shares sold for dividends reinvested         134,773         50,871           Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         5         5         5           Shares sold         27,671         47,206         5           Shares sold for dividends reinvested         100,042         41,356         5           Sha  | Initial shares                                | 2,983,883   | 1,097,280         |
| Initial shares       (2,594,608)       (6,009,294)         Service shares       (2,250,326)       (3,050,618)         Increase (Decrease) in Net Assets from       2,107,095       (1,948,038)         Total Increase (Decrease) in Net Assets       (2,053,623)       (2,303,645)         Net Assets (\$):       2       2,05,326       (2,303,645)         Beginning of Period       36,163,056       38,466,701         End of Period       36,163,056       38,466,701         End of Period       34,109,433       36,163,056         Undistributed investment income (loss)-net       (5,410)       5,312         Capital Share Transactions (Shares):       1       1         Initial Shares       5       5       50,871         Shares sold       53,410       185,857         Shares redeemed       (116,922)       (271,360)         Net Increase (Decrease) in Shares Outstanding       71,261       (34,632)         Service Shares       2       5       5         Shares sold       27,671       47,206         Shares sold for dividends reinvested       100,042       41,356         Shares sold for dividends reinvested       100,042       41,356         Shares redeemed       (100,486)       (143,5  | Service shares                                | 2,181,908   | 882,945           |
| Service shares         (2,250,326)         (3,050,618)           Increase (Decrease) in Net Assets from<br>Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):         Beginning of Period         36,163,056         38,466,701           End of Period         36,163,056         38,466,701           End of Period         36,163,056         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         Shares sold         53,410         185,857           Shares sold for dividends reinvested         134,773         50,871         Shares issued for dividends reinvested         134,773         50,871           Shares sold corease) in Shares Outstanding         71,261         (34,632)         Service Shares           Shares sold         27,671         47,206         Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)         Service Shares         Service Shares   | Cost of shares redeemed:                      |             |                   |
| Increase (Decrease) in Net Assets from<br>Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):         Beginning of Period         36,163,056         38,466,701           End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         Shares sold         53,410         185,857           Shares sold for dividends reinvested         134,773         50,871         Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)         Service Shares           Shares sold         27,671         47,206         Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)         143,572   | Initial shares                                | (2,594,608) | (6,009,294)       |
| Beneficial Interest Transactions         2,107,095         (1,948,038)           Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):         36,163,056         38,466,701           Beginning of Period         36,163,056         38,466,701           End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         5           Initial Shares         5         5           Shares sold         53,410         185,857           Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         27,671         47,206           Shares sold for dividends reinvested         100,042         41,356           Shares redeemed         100,042         41,356   | Service shares                                | (2,250,326) | (3,050,618)       |
| Total Increase (Decrease) in Net Assets         (2,053,623)         (2,303,645)           Net Assets (\$):         36,163,056         38,466,701           Beginning of Period         36,163,056         38,466,701           End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         5           Initial Shares         53,410         185,857           Shares sold         53,410         185,857           Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         27,671         47,206           Shares sold for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)  | Increase (Decrease) in Net Assets from        |             |                   |
| Net Assets (\$):       36,163,056       38,466,701         End of Period       34,109,433       36,163,056         Undistributed investment income (loss)-net       (5,410)       5,312         Capital Share Transactions (Shares):       Initial Shares       53,410       185,857         Shares sold       53,410       185,857       Shares issued for dividends reinvested       134,773       50,871         Shares redeemed       (116,922)       (271,360)       Net Increase (Decrease) in Shares Outstanding       71,261       (34,632)         Service Shares       Shares sold       27,671       47,206       Shares issued for dividends reinvested       100,042       41,356         Shares redeemed       (100,486)       (143,572)       143,572   |   | 2,107,095   | (1,948,038)       |
| Beginning of Period         36,163,056         38,466,701           End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         53,410         185,857           Shares sold         53,410         185,857         Shares redeemed         134,773         50,871           Shares redeemed         (116,922)         (271,360)         Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         Shares sold         27,671         47,206           Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)   | Total Increase (Decrease) in Net Assets       | (2,053,623) | (2,303,645)       |
| End of Period         34,109,433         36,163,056           Undistributed investment income (loss)-net         (5,410)         5,312           Capital Share Transactions (Shares):         Initial Shares         53,410         185,857           Shares sold         53,410         185,857         Shares issued for dividends reinvested         134,773         50,871           Shares redeemed         (116,922)         (271,360)         Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         Shares sold         27,671         47,206           Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)  | Net Assets (\$):                              |             |                   |
| Undistributed investment income (loss)-net(5,410)5,312Capital Share Transactions (Shares):<br>Initial SharesInitial SharesShares sold53,410185,857Shares issued for dividends reinvested134,77350,871Shares redeemed(116,922)(271,360)Net Increase (Decrease) in Shares Outstanding71,261(34,632)Service Shares27,67147,206Shares issued for dividends reinvested100,04241,356Shares redeemed(100,486)(143,572)  | Beginning of Period                           | 36,163,056  | 38,466,701        |
| Capital Share Transactions (Shares):<br>Initial SharesInitial SharesShares sold53,410Shares sold53,410Shares issued for dividends reinvested134,773Shares redeemed(116,922)(271,360)Net Increase (Decrease) in Shares Outstanding71,261Service SharesShares sold27,671Shares sold27,671Shares issued for dividends reinvested100,042Shares redeemed(100,486)   |   |             |                   |
| Initial Shares           Shares sold         53,410         185,857           Shares issued for dividends reinvested         134,773         50,871           Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         27,671         47,206           Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)   | Undistributed investment income (loss)-net    | (5,410)     | 5,312             |
| Shares sold         53,410         185,857           Shares issued for dividends reinvested         134,773         50,871           Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         5         5           Shares sold         27,671         47,206           Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)  | Capital Share Transactions (Shares):          |             |                   |
| Shares issued for dividends reinvested134,77350,871Shares redeemed(116,922)(271,360)Net Increase (Decrease) in Shares Outstanding71,261(34,632)Service Shares27,67147,206Shares sold27,67147,206Shares issued for dividends reinvested100,04241,356Shares redeemed(100,486)(143,572)   |   |             |                   |
| Shares redeemed         (116,922)         (271,360)           Net Increase (Decrease) in Shares Outstanding         71,261         (34,632)           Service Shares         27,671         47,206           Shares sold         27,671         47,206           Shares redeemed         100,042         41,356           Shares redeemed         (100,486)         (143,572)  |   | 53,410      | 185,857           |
| Net Increase (Decrease) in Shares Outstanding71,261(34,632)Service Shares27,67147,206Shares sold27,67147,206Shares issued for dividends reinvested100,04241,356Shares redeemed(100,486)(143,572)   |   | •           |                   |
| Service Shares         27,671         47,206           Shares sold         27,671         47,206           Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)   |   |             |                   |
| Shares sold         27,671         47,206           Shares issued for dividends reinvested         100,042         41,356           Shares redeemed         (100,486)         (143,572)  |   | 71,261      | (34,632)          |
| Shares issued for dividends reinvested100,04241,356Shares redeemed(100,486)(143,572)   |   |             |                   |
| Shares redeemed         (100,486)         (143,572)  |   |             |                   |
|  |   |             |                   |
| Net Increase (Decrease) in Shares Outstanding 27,227 (55,010)  |   |             |                   |
|  | Net Increase (Decrease) in Shares Outstanding | 27,227      | (55,010)          |

## FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Six Mon                          | ths Ended                          |        |        |        |         |        |
|----------------------------------|------------------------------------|--------|--------|--------|---------|--------|
| June                             | e 30, 2006 Year Ended December 31, |        |        |        |         |        |
| Initial Shares (U                | Inaudited)                         | 2005   | 2004   | 2003   | 2002    | 2001   |
| Per Share Data (\$):             |                                    |        |        |        |         |        |
| Net asset value,                 |                                    |        |        |        |         |        |
| beginning of period              | 22.94                              | 23.06  | 21.92  | 14.85  | 18.53   | 17.05  |
| Investment Operations:           |                                    |        |        |        |         |        |
| Investment income (loss)—netª    | .01                                | .01    | (.08)  | (.12)  | (.09)   | (.08   |
| Net realized and unrealized      |                                    |        |        |        |         |        |
| gain (loss) on investments       | .87                                | 1.08   | 3.24   | 7.19   | (3.59)  | 1.57   |
| Total from Investment Operations | .88                                | 1.09   | 3.16   | 7.07   | (3.68)  | 1.49   |
| Distributions:                   |                                    |        |        |        |         |        |
| Dividends from net realized      |                                    |        |        |        |         |        |
| gain on investments              | (3.42)                             | (1.21) | (2.02) | -      | -       | (.01)  |
| Net asset value, end of period   | 20.40                              | 22.94  | 23.06  | 21.92  | 14.85   | 18.53  |
| Total Return (%)                 | 2.70 <sup>b</sup>                  | 5.07   | 14.42  | 47.61  | (19.86) | 8.74   |
| Ratios/Supplemental Data (%):    |                                    |        |        |        |         |        |
| Ratio of total expenses          |                                    |        |        |        |         |        |
| to average net assets            | .52b                               | 1.03   | 1.13   | 1.15   | 1.17    | 1.62   |
| Ratio of net expenses            |                                    |        |        |        |         |        |
| to average net assets            | .52 <sup>b</sup>                   | 1.03   | 1.09   | 1.15   | 1.17    | 1.46   |
| Ratio of net investment income   |                                    |        |        |        |         |        |
| (loss) to average net assets     | .02 <sup>b</sup>                   | .03    | (.35)  | (.67)  | (.51)   | (.44)  |
| Portfolio Turnover Rate          | 65.81 <sup>b</sup>                 | 68.78  | 88.95  | 111.28 | 127.24  | 175.21 |
| Net Assets, end of period        |                                    |        |        |        |         |        |
| (\$ x 1,000)                     | 19,838                             | 20,677 | 21,590 | 19,102 | 11,777  | 13,308 |
|                                  |                                    |        |        |        |         |        |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

| Six Mon   | ths Ended          |                         |        |        |         |        |
|---|--------------------|-------------------------|--------|--------|---------|--------|
|   | e 30, 2006         | Year Ended December 31, |        |        |         |        |
| Service Shares (U   | Jnaudited)         | 2005                    | 2004   | 2003   | 2002    | 2001   |
| Per Share Data (\$):                                      |                    |                         |        |        |         |        |
| Net asset value,<br>beginning of period                   | 22.65              | 22.85                   | 21.78  | 14.79  | 18.51   | 17.05  |
| Investment Operations:                                    |                    |                         |        |        |         |        |
| Investment (loss)–netª                                    | (.02)              | (.05)                   | (.13)  | (.16)  | (.13)   | (.08)  |
| Net realized and unrealized<br>gain (loss) on investments | .86                | 1.06                    | 3.22   | 7.15   | (3.59)  | 1.55   |
| Total from Investment Operations                          | .84                | 1.01                    | 3.09   | 6.99   | (3.72)  | 1.47   |
| Distributions:  |                    |                         |        |        |         |        |
| Dividends from net realized<br>gain on investments        | (3.42)             | (1.21)                  | (2.02) | _      | -       | (.01)  |
| Net asset value, end of period                            | 20.07              | 22.65                   | 22.85  | 21.78  | 14.79   | 18.51  |
| Total Return (%)  | 2.54 <sup>b</sup>  | 4.75                    | 14.19  | 47.16  | (20.04) | 8.62   |
| Ratios/Supplemental Data (%):                             |                    |                         |        |        |         |        |
| Ratio of total expenses<br>to average net assets          | .64 <sup>b</sup>   | 1.28                    | 1.38   | 1.41   | 1.43    | 1.80   |
| Ratio of net expenses<br>to average net assets            | .64 <sup>b</sup>   | 1.28                    | 1.32   | 1.41   | 1.43    | 1.50   |
| Ratio of net investment (loss)<br>to average net assets   | (.10) <sup>b</sup> | (.22)                   | (.59)  | (.92)  | (.79)   | (.49)  |
| Portfolio Turnover Rate                                   | 65.81 <sup>b</sup> | 68.78                   | 88.95  | 111.28 | 127.24  | 175.21 |
| Net Assets, end of period<br>(\$ x 1,000)                 | 14,271             | 15,486                  | 16,877 | 16,397 | 9,631   | 4,730  |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an openend management investment company operating as a series company currently offering nine series, including the Emerging Leaders Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to provide capital growth. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. The Manager is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial").

Dreyfus Service Corporation (the "Distributor"), a wholly-owned subsidiary of the Manager, is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange on which such securities are primarily traded. Securities listed on the National Market System, for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sale price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold, and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price.

(b) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits, if any, as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of the Manager, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by the Manager. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(c) Affiliated issuers: Investments in other investment companies advised by the Manager are defined as "affiliated" in the Act.

(d) Dividends to shareholders: Dividends are recorded on the exdividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, if any, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles.

(e) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005 were as follows: ordinary income \$601,753 and long-term capital gains \$1,378,472. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$100 million unsecured line of credit primarily to be utilized for temporary or emergency purposes, including the financing of redemptions. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing.

The average daily amount of borrowings outstanding under the line of credit during the period ended June 30, 2006, was \$6,100, with a related weighted average annualized interest rate of 5.26%.

## NOTE 3-Investment Advisory Fee and Other Transactions with Affiliates:

(a) Pursuant to an Investment Advisory Agreement with the Manager, the investment advisory fee is computed at the annual rate of .90% of the value of the portfolio's average daily net assets and is payable monthly.

The Manager has agreed, from January 1, 2006 to December 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfo-

lio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings and extraordinary expenses, exceed an annual rate of 1.50% of the value of the average daily net assets of their class. During the period ended June 30, 2006, there were no fees waived pursuant to the undertaking.

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$19,058 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of the Manager, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$76 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of the Manager, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$5,874 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$24,491, Rule 12b-1 distribution plan fees \$2,850, custodian fees \$4,728, chief compliance officer fees \$1,926 and transfer agency per account fees \$30. (c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the Securities and Exchange Commission, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by the Manager.

### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities, during the period ended June 30, 2006, amounted to \$23,951,587 and \$27,117,287, respectively.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$1,100,558, consisting of \$3,924,479 gross unrealized appreciation and \$2,823,921 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

# For More Information

### Dreyfus Investment Portfolios, Emerging Leaders Portfolio

200 Park Avenue New York, NY 10166

### Investment Adviser

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



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# Dreyfus Investment Portfolios, Founders Discovery Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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# Dreyfus Investment Portfolios, The Portfolio



### LETTER FROM THE CHAIRMAN

### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Founders Discovery Portfolio, covering the sixmonth period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

Sty SCR

Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



# DISCUSSION OF PERFORMANCE

### James Padgett and Brad Orr, Portfolio Managers

# How did Dreyfus Investment Portfolios, Founders Discovery Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, the portfolio produced total returns of 1.84% for its Initial shares and 1.65% for its Service shares.<sup>1</sup> In comparison, the Russell 2000 Growth Index, the portfolio's benchmark, produced a total return of 6.07% for the reporting period.<sup>2</sup>

As they have for some time, small-cap stocks continued to outperform their larger-cap counterparts in an environment of generally robust U.S. economic growth. While concerns later in the reporting period regarding inflation and rising interest rates dampened investor sentiment, it was not enough to erase earlier gains. The portfolio shared in a portion of the market's advance, but relatively strong performance in the materials, industrials and consumer discretionary sectors was offset by disappointing stock selections in the health care, information technology and energy sectors. As a result, the portfolio's returns underperformed versus the benchmark.

On a separate note, effective on or about August 1, 2006, Randy Watts will become the sole primary portfolio manager of the portfolio.

### What is the portfolio's investment approach?

The portfolio invests primarily in equity securities of small U.S.-based companies that we believe possess high-growth potential. The portfolio may also invest in larger companies if, in our opinion, they represent better prospects for capital appreciation. Although the portfolio will normally invest in common stocks of U.S.-based companies, it may invest up to 30% of its total assets in foreign securities. The portfolio also may invest in investment-grade debt securities of domestic or foreign issuers that we believe — based on market conditions, the financial condition of the issuer, general economic conditions and other relevant factors — offer opportunities for capital appreciation.

Rather than utilizing a "top-down" approach to stock selection, which relies on forecasting stock market trends, we focus on a "bottom-up" approach in which stocks are chosen according to their own individual merits. Stock selection is made on a company-by-company basis, with particular emphasis on companies that we believe are well-managed and well-positioned within their industries.

### What other factors influenced the portfolio's performance?

U.S. equity markets rose broadly over the first four months of 2006, as investors anticipated an end to the interest rate tightening campaign by the Federal Reserve Board (the "Fed") in an environment of apparently low inflation and sustainable economic growth. Beginning in May, however, investors anticipated that the Fed might raise interest rates more than they had previously expected, which they believed could lower future economic growth. As a result, stock prices began to slide. High commodity prices and political tensions from various sources also contributed to the market's decline.

The market correction in May and June proved to be particularly severe among small-cap growth stocks, which had ranked among the leaders in the market's advance over the past several years. As a result, small-cap growth stocks generally underperformed small-cap value stocks for the overall reporting period.

The portfolio's investments in the health care sector proved to be particularly disappointing, primarily due to company-specific issues affecting a handful of holdings in the medical technology industry, including Merge Technologies, I-Flow Corp. and Dexcom. In addition, Matria Healthcare, which provides disease management programs for health plans and employers, addressed the integration issues surrounding a large acquisition. In the information technology sector, specialty semiconductors maker Monolithic Power Systems declined after providing slightly weaker earnings guidance and expressing concerns about its end markets. The portfolio also lagged the benchmark in the energy sector, but no individual energy stocks stood out as particularly disappointing.

The portfolio received strong contributions to its relative performance from the materials, industrials and consumer discretionary sectors. However, the portfolio's performance during the first half of 2006 was helped by companies in a variety of sectors. Technology company Trident Microsystems, which makes integrated circuits for digital media applications, continued to take market share in the rapidly growing advanced television market. Industrial firm Hub Group, a freight transportation and logistics services provider, posted betterthan-expected quarterly results due to success with a number of internal growth and margin-enhancement programs. Industrial and construction supply distributor Hughes Supply gained value when it was acquired by Home Depot. Pharmaceuticals developer MGI Pharma rebounded from earlier weakness as a result of new product approvals, improving fundamentals and an attractive valuation. And oil services company Superior Energy Services saw earnings rebound amid a backlog of orders following the 2005 Gulf Coast hurricanes.

### What is the portfolio's current strategy?

We have maintained the portfolio's sector allocations in proportions that roughly match those of the Index, enabling us to focus on seeking value through our bottom-up security selection process. As of the end of the reporting period, we have continued to find small-cap companies in a variety of market sectors that, in our judgment, are poised for potential gains. However, we recently have found no stocks meeting our criteria in the relatively small utilities sectors, where few businesses are considered growth companies, and in the information technology sectors, where we believe valuations are high and fundamentals are deteriorating.

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The portfolio is only available as a funding vehicle under various life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Founders Discovery Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement in effect through July 31, 2006, at which time it may be extended, terminated or modified. Had these expenses not been absorbed, the portfolio's returns would have been lower. Part of the portfolio's recent performance is attributable to positive returns from its initial public offering (IPO) investments. There can be no guarantee that IPOs will have or continue to have a positive effect on the portfolio's performance. Currently, the portfolio is relatively small in asset size. IPOs tend to have a reduced effect on performance as a portfolio's asset base grows.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects reinvestment of dividends and, where applicable, capital gain distributions. The Russell 2000 Growth Index is an unmanaged index, which measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values.

## UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Founders Discovery Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 5.35        | \$ 6.30        |  |
| Ending value (after expenses) | \$1,018.40     | \$1,016.50     |  |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |
|-------------------------------|----------------|----------------|
| Expenses paid per \$1,000+    | \$ 5.36        | \$ 6.31        |
| Ending value (after expenses) | \$1,019.49     | \$1,018.55     |

† Expenses are equal to the portfolio's annualized expense ratio of 1.07% for Initial shares and 1.26% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

## STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-96.0%                     | Shares                | Value (\$) |
|---|-----------------------|------------|
| Finance-8.6%                            |                       |            |
| Affiliated Managers Group               | 4,836 a,b             | 420,200    |
| American Equity Investment Life Holding | 21,559 ª              | 229,819    |
| NewAlliance Bancshares                  | 37,048                | 530,157    |
| SVB Financial Group                     | 8,396 b               | 381,682    |
| Trammell Crow                           | 19,776 b              | 695,522    |
|   |                       | 2,257,380  |
| Health Care-16.7%                       |                       |            |
| ArthroCare                              | 8,846 <sup>a,b</sup>  | 371,620    |
| Dexcom                                  | 11,938 b              | 162,118    |
| ev3                                     | 49,116 a              | 727,408    |
| I-Flow                                  | 44,354 b              | 479,910    |
| Integra LifeSciences Holdings           | 9,687 b               | 375,953    |
| LCA-Vision                              | 10,328 a              | 546,455    |
| Matria Healthcare                       | 7,134 a,b             | 152,810    |
| MGI Pharma                              | 33,436 <sup>a,b</sup> | 718,874    |
| Neurometrix                             | 6,576 b               | 200,305    |
| NuVasive                                | 21,491 a,b            | 391,781    |
| United Surgical Partners International  | 9,138 b               | 274,780    |
|   |                       | 4,402,014  |
| Hotels, Restaurants & Leisure-11.6%     |                       |            |
| Gaylord Entertainment                   | 10,958 a,b            | 478,207    |
| Intrawest                               | 15,625                | 497,813    |
| Kerzner International                   | 6,700 a,b             | 531,176    |
| Life Time Fitness                       | 8,796 b               | 406,991    |
| Ruth's Chris Steak House                | 20,473                | 418,059    |
| WMS Industries                          | 26,240 a,b            | 718,714    |
|   |                       | 3,050,960  |
| Industrial-10.9%                        |                       |            |
| ASV                                     | 13,786 <sup>a,b</sup> | 317,629    |
| Bucyrus International, CI. A            | 6,971                 | 352,035    |
| Evergreen Solar                         | 20,454 a,b            | 265,493    |
| Foster Wheeler                          | 10,229 b              | 441,893    |
| Glamis Gold                             | 10,148 b              | 384,203    |
| NCI Building Systems                    | 11,853 b              | 630,224    |
| Perini                                  | 20,991 b              | 472,298    |
|   |                       | 2,863,775  |

| Common Stocks (continued)<br>Oil & Gas-7.8% |                       |           |
|---|-----------------------|-----------|
|   | 12227                 | 257 720   |
| Bronco Drilling                             | 12,337                | 257,720   |
| Hydril                                      | 5,548 a,b             | 435,629   |
| KFX   | 40,976 a,b            | 626,113   |
| Superior Energy Services                    | 9,085 a,b             | 307,981   |
| Tetra Technologies                          | 14,275 b              | 432,390   |
| Retail-9.9%                                 |                       | 2,059,833 |
| Aaron Rents                                 | 20,424 a              | 548,997   |
| Central European Distribution               | 20,510 b              | 516,032   |
| Guitar Center                               | 9,873 a,b             | 439,052   |
| Pacific Sunwear of California               | 17,263 a,b            | 309,525   |
| Sotheby's, Cl. A                            | 18,714 b              | 491,243   |
| Valuevision Media, Cl. A                    | 28,761 b              | 317,234   |
|   |                       | 2,622,083 |
| Services-5.0%                               |                       |           |
| CRA International                           | 10,116 a,b            | 456,636   |
| Knoll                                       | 30,328 a              | 556,822   |
| Resources Connection                        | 12,400 a,b            | 310,248   |
|   |                       | 1,323,706 |
| Technology-21.5%                            |                       |           |
| Aeroflex                                    | 55,926 <sup>a,b</sup> | 652,656   |
| Digitas                                     | 20,612 <sup>a,b</sup> | 239,511   |
| DSP Group                                   | 16,709 a,b            | 415,219   |
| Earthlink                                   | 40,090 b              | 347,179   |
| Entegris                                    | 45,057 b              | 429,393   |
| InPhonic                                    | 37,984 b              | 239,299   |
| Microsemi                                   | 13,234 b              | 322,645   |
| Monolithic Power Systems                    | 27,539 b              | 325,786   |
| Nuance Communications                       | 25,855 <sup>a,b</sup> | 260,101   |
| Quality Systems                             | 11,979 a              | 441,067   |
| Rackable Systems                            | 21,021                | 830,119   |
| RF Micro Devices                            | 71,174 b              | 424,909   |
| Syniverse Holdings                          | 17,521 b              | 257,559   |
| Witness Systems                             | 23,998 b              | 484,040   |
|   |                       | 5,669,483 |

| Common Stocks (continued)   | Shares      | Value (\$)  |
|---|-------------|-------------|
| Transportation-4.0%   |             |             |
| HUB Group, Cl. A  | 23,564 b    | 578,025     |
| Old Dominion Freight Line   | 8,844 b     | 332,446     |
| UTi Worldwide   | 5,200       | 131,196     |
|   |             | 1,041,667   |
| Total Common Stocks   |             |             |
| (cost \$24,536,917)   |             | 25,290,901  |
| Other Investment-3.7%   |             |             |
|   |             |             |
| Registered Investment Company;<br>Drevfus Institutional Preferred |             |             |
| Plus Money Market Fund  |             |             |
| (cost \$991,000)  | 991,000 c   | 991,000     |
| Investment of Cash Collateral<br>for Securities Loaned-35.6%      |             |             |
| Registered Investment Company;                                    |             |             |
| Dreyfus Institutional Cash<br>Advantage Plus Fund                 |             |             |
| (cost \$9,375,322)  | 9,375,322 c | 9,375,322   |
| Total Investments (cost \$34,903,239)                             | 135.3%      | 35,657,223  |
| Liabilities, Less Cash and Receivables                            | (35.3%)     | (9,301,930) |
| Net Assets  | 100.0%      | 26,355,293  |

<sup>a</sup> All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$9,059,759 and the total market value of the collateral held by the portfolio is \$9,375,322.

<sup>b</sup> Non-income producing security.

<sup>c</sup> Investment in affiliated money market mutual fund.

### Portfolio Summary (Unaudited)+

|                               | Value (%) |                | Value (%) |
|-------------------------------|-----------|----------------|-----------|
| Money Market Investments      | 39.3      | Finance        | 8.6       |
| Technology                    | 21.5      | Oil & Gas      | 7.8       |
| Health Care                   | 16.7      | Services       | 5.0       |
| Hotels, Restaurants & Leisure | 11.6      | Transportation | 4.0       |
| Industrial                    | 10.9      |                |           |
| Retail                        | 9.9       |                | 135.3     |

† Based on net assets.

# STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|  | Cost                     | Value                    |
|--|--------------------------|--------------------------|
| Assets (\$):   |                          |                          |
| Investments in securities–<br>See Statement of Investments (including securities<br>on Ioan, valued at \$9,059,759)–Note 1(b): |                          |                          |
| Unaffiliated issuers<br>Affiliated issuers   | 24,536,917<br>10,366,322 | 25,290,901<br>10,366,322 |
| Cash   |                          | 37,849                   |
| Receivable for investment securities sold  |                          | 67,001                   |
| Receivable for shares of Beneficial Interest subscribed  |                          | 13,312                   |
| Dividends receivable   |                          | 7,442                    |
| Prepaid expenses   |                          | 1,589                    |
|  |                          | 35,784,416               |
| Liabilities (\$):  |                          |                          |
| Due to The Dreyfus Corporation and affiliates-Note 3(b)  |                          | 28,266                   |
| Liability for securities on loan–Note 1(b)   |                          | 9,375,322                |
| Payable for shares of Beneficial Interest redeemed   |                          | 139                      |
| Accrued expenses   |                          | 25,396                   |
|  |                          | 9,429,123                |
| Net Assets (\$)  |                          | 26,355,293               |
| Composition of Net Assets (\$):  |                          |                          |
| Paid-in capital  |                          | 29,979,240               |
| Accumulated investment (loss)-net  |                          | (72,003)                 |
| Accumulated net realized gain (loss) on investments  |                          | (4,305,928)              |
| Accumulated net unrealized appreciation<br>(depreciation) on investments   |                          | 753,984                  |
| Net Assets (\$)  |                          | 26,355,293               |
|  |                          |                          |

| Net Asset Value Per Share      |                |                |  |  |  |
|--------------------------------|----------------|----------------|--|--|--|
|                                | Initial Shares | Service Shares |  |  |  |
| Net Assets (\$)                | 23,840,166     | 2,515,127      |  |  |  |
| Shares Outstanding             | 2,391,899      | 254,853        |  |  |  |
| Net Asset Value Per Share (\$) | 9.97           | 9.87           |  |  |  |

# STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):  |               |
|--|---------------|
| Income:  |               |
| Cash dividends:  |               |
| Unaffiliated issuers   | 31,712        |
| Affiliated issuers   | 9,942         |
| Interest   | 14,547        |
| Income from securities lending                                       | 22,135        |
| Total Income   | 78,336        |
| Expenses:  |               |
| Investment advisory fee–Note 3(a)                                    | 124,833       |
| Auditing fees  | 19,269        |
| Prospectus and shareholders' reports                                 | 11,716        |
| Custodian fees-Note 3(b)   | 7,961         |
| Distribution fees-Note 3(b)  | 3,429         |
| Legal fees   | 837           |
| Trustees' fees and expenses-Note 3(c)                                | 563           |
| Loan commitment fees-Note 2  | 163           |
| Miscellaneous  | 2,354         |
| Total Expenses   | 171,125       |
| Less-waiver of fees due to   |               |
| undertaking–Note 3(a)  | (20,555)      |
| Less-reduction in custody fees due to<br>earnings credits-Note 1 (b) | (231)         |
| Net Expenses   | 150,339       |
| Investment (Loss)-Net  | (72,003)      |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$):      | (,            |
| •••••••••••••••••••••••••••••••••••••••                              | 1 5 1 4 9 0 1 |
| Net realized gain (loss) on investments                              | 1,514,801     |
| Net unrealized appreciation (depreciation) on investments            | (927,123)     |
| Net Realized and Unrealized Gain (Loss) on Investments               | 587,678       |
| Net Increase in Net Assets Resulting from Operations                 | 515,675       |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Civ Months Ended                  |                   |
|--|-----------------------------------|-------------------|
|  | Six Months Ended<br>June 30, 2006 | Year Ended        |
|  | (Unaudited)                       | December 31, 2005 |
| Operations (\$):   |                                   |                   |
| Investment (loss)–net  | (72,003)                          | (168,286)         |
| Net realized gain (loss) on investments                      | 1,514,801                         | 3,515,976         |
| Net unrealized appreciation<br>(depreciation) on investments | (927,123)                         | (3,350,978)       |
| Net Increase (Decrease) in Net Assets                        |                                   |                   |
| Resulting from Operations                                    | 515,675                           | (3,288)           |
| Beneficial Interest Transactions (\$):                       |                                   |                   |
| Net proceeds from shares sold:                               |                                   |                   |
| Initial shares   | 1,474,846                         | 3,683,886         |
| Service shares   | 115,432                           | 145,106           |
| Cost of shares redeemed:                                     |                                   |                   |
| Initial shares   | (1,974,382)                       | (2,839,882)       |
| Service shares   | (380,783)                         | (455,122)         |
| Increase (Decrease) in Net Assets from                       |                                   |                   |
| Beneficial Interest Transactions                             | (764,887)                         | 533,988           |
| Total Increase (Decrease) in Net Assets                      | (249,212)                         | 530,700           |
| Net Assets (\$):   |                                   |                   |
| Beginning of Period  | 26,604,505                        | 26,073,805        |
| End of Period  | 26,355,293                        | 26,604,505        |
| Undistributed investment (loss)–net                          | (72,003)                          | -                 |
| Capital Share Transactions (Shares):                         |                                   |                   |
| Initial Shares   |                                   |                   |
| Shares sold  | 142,016                           | 391,230           |
| Shares redeemed  | (190,079)                         | (300,019)         |
| Net Increase (Decrease) in Shares Outstanding                | (48,063)                          | 91,211            |
| Service Shares   |                                   |                   |
| Shares sold  | 11,662                            | 15,646            |
| Shares redeemed  | (36,410)                          | (48,933)          |
| Net Increase (Decrease) in Shares Outstanding                | (24,748)                          | (33,287)          |

### FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Ciu Mar                          | the Frederic            |        |        |             |         |         |
|----------------------------------|-------------------------|--------|--------|-------------|---------|---------|
|                                  | ths Ended<br>e 30, 2006 |        | Voor   | Ended Decer | mbor 21 |         |
|                                  | Unaudited)              | 2005   | 2004   | 2003        | 2002    | 2001    |
|                                  | Ullauuiteu)             | 2005   | 2004   | 2003        | 2002    | 2001    |
| Per Share Data (\$):             |                         |        |        |             |         |         |
| Net asset value,                 |                         |        |        |             |         |         |
| beginning of period              | 9.79                    | 9.80   | 8.92   | 6.55        | 9.81    | 12.04   |
| Investment Operations:           |                         |        |        |             |         |         |
| Investment (loss)–netª           | (.03)                   | (.06)  | (.08)  | (.09)       | (.08)   | (.08)   |
| Net realized and unrealized      |                         |        |        |             |         |         |
| gain (loss) on investments       | .21                     | .05    | .96    | 2.46        | (3.18)  | (2.15)  |
| Total from Investment Operations | .18                     | (.01)  | .88    | 2.37        | (3.26)  | (2.23)  |
| Net asset value, end of period   | 9.97                    | 9.79   | 9.80   | 8.92        | 6.55    | 9.81    |
| Total Return (%)                 | 1.84 <sup>b</sup>       | (.10)  | 9.87   | 36.18       | (33.23) | (18.52) |
| Ratios/Supplemental Data (%):    |                         |        |        |             |         |         |
| Ratio of total expenses          |                         |        |        |             |         |         |
| to average net assets            | .60 <sup>b</sup>        | 1.21   | 1.26   | 1.41        | 1.39    | 1.50    |
| Ratio of net expenses            |                         |        |        |             |         |         |
| to average net assets            | .53 <sup>b</sup>        | 1.16   | 1.26   | 1.41        | 1.34    | 1.39    |
| Ratio of net investment (loss)   |                         |        |        |             |         |         |
| to average net assets            | (.25) <sup>b</sup>      | (.64)  | (.94)  | (1.15)      | (1.06)  | (.77)   |
| Portfolio Turnover Rate          | 71.78 <sup>b</sup>      | 199.86 | 113.02 | 120.85      | 132.08  | 106.00  |
| Net Assets, end of period        |                         |        |        |             |         |         |
| (\$ x 1,000)                     | 23,840                  | 23,891 | 23,027 | 15,918      | 8,881   | 14,755  |
|                                  |                         |        |        |             |         |         |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

| Six Mor                          | ths Ended          |        |                         |        |         |         |  |
|----------------------------------|--------------------|--------|-------------------------|--------|---------|---------|--|
| Jun                              | June 30, 2006      |        | Year Ended December 31, |        |         |         |  |
| Service Shares (                 | Unaudited)         | 2005   | 2004                    | 2003   | 2002    | 2001    |  |
| Per Share Data (\$):             |                    |        |                         |        |         |         |  |
| Net asset value,                 | 0.70               | 074    | 0.00                    | 6 50   | 0.70    | 12.04   |  |
| beginning of period              | 9.70               | 9.74   | 8.88                    | 6.53   | 9.78    | 12.04   |  |
| Investment Operations:           |                    |        |                         |        |         |         |  |
| Investment (loss)–netª           | (.04)              | (.08)  | (.11)                   | (.09)  | (.09)   | (.09)   |  |
| Net realized and unrealized      |                    |        |                         |        |         |         |  |
| gain (loss) on investments       | .21                | .04    | .97                     | 2.44   | (3.16)  | (2.17)  |  |
| Total from Investment Operations | .17                | (.04)  | .86                     | 2.35   | (3.25)  | (2.26)  |  |
| Net asset value, end of period   | 9.87               | 9.70   | 9.74                    | 8.88   | 6.53    | 9.78    |  |
| Total Return (%)                 | 1.65 <sup>b</sup>  | (.31)  | 9.68                    | 35.99  | (33.23) | (18.77) |  |
| Ratios/Supplemental Data (%):    |                    |        |                         |        |         |         |  |
| Ratio of total expenses          |                    |        |                         |        |         |         |  |
| to average net assets            | .72 <sup>b</sup>   | 1.46   | 1.50                    | 1.69   | 1.64    | 1.77    |  |
| Ratio of net expenses            |                    |        |                         |        |         |         |  |
| to average net assets            | .62b               | 1.39   | 1.50                    | 1.50   | 1.46    | 1.49    |  |
| Ratio of net investment (loss)   |                    |        |                         |        |         |         |  |
| to average net assets            | (.34) <sup>b</sup> | (.87)  | (1.19)                  | (1.23) | (1.17)  | (1.02)  |  |
| Portfolio Turnover Rate          | 71.78 <sup>b</sup> | 199.86 | 113.02                  | 120.85 | 132.08  | 106.00  |  |
| Net Assets, end of period        |                    |        |                         |        |         |         |  |
| (\$ x 1,000)                     | 2,515              | 2,713  | 3,047                   | 3,117  | 2,369   | 2,599   |  |
|                                  |                    |        |                         |        |         |         |  |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an openend management investment company, operating as a series company currently offering nine series, including the Founders Discovery Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is capital appreciation. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. Dreyfus is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial"). Founders Asset Management LLC ("Founders") serves as the portfolio's sub-investment adviser. Founders is a wholly-owned subsidiary of Dreyfus Service Corporation which is a wholly-owned subsidiary of Dreyfus.

Dreyfus Service Corporation (the "Distributor") is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations, expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities (including options and financial futures) are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sale price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold, and public trading in similar securities of the issuer or comparable issuers.

(b) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of Dreyfus, the portfolio may lend securities to qualified institutions. It is the portfolio's policy that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by Dreyfus. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(c) Affiliated issuers: Investments in other investment companies advised by Dreyfus are defined as "affiliated" in the Act.

(d) Dividends to shareholders: Dividends are recorded on the ex-dividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles. (e) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The fund has an unused capital loss carryover of \$5,573,497 available for federal income tax purposes to be applied against future net securities profits, if any, realized subsequent to December 31, 2005. If not applied, \$1,514,318 of the carryover expires in fiscal 2009, \$3,800,802 expires in fiscal 2010 and \$258,377 expires in fiscal 2011.

### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$350 million redemption credit facility (the "Facility") primarily to be utilized for temporary or emergency purposes, including the financing of redemptions. In connection therewith, the portfolio has agreed to pay commitment fees on its pro rata portion of the Facility. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing. During the period ended June 30, 2006, the portfolio did not borrow under the Facility.

# NOTE 3–Investment Advisory Fee, Sub-Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement with Dreyfus, the investment advisory fee is computed at the annual rate of .90% of the value of the portfolio's average daily net assets and is payable monthly.

Dreyfus has agreed, from January 1, 2006 to December 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings, commitment fees and extraordinary expenses, do not exceed 1.08% for its Initial Shares and 1.26% for its Service Shares. During the period ended June 30, 2006, Dreyfus waived receipt of fees of \$20,555, pursuant to the undertaking.

Pursuant to a Sub-Investment Advisory Agreement between Dreyfus and Founders, the sub-investment advisory fee is payable monthly by Dreyfus, and is based upon the value of the portfolio's average daily net assets, computed at the following annual rates:

### Average Net Assets

| 0 to \$100 million           | .25% |
|------------------------------|------|
| \$100 million to \$1 billion | .20% |
| \$1 billion to \$1.5 billion | .16% |
| \$1.5 billion                | .10% |

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$3,429 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of Dreyfus, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$65 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of Dreyfus, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$7,961 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$21,878, Rule 12b-1 distribution plan fees \$502, custodian fees \$3,938, chief compliance officer fees \$1,926 and transfer agency per account fees \$22.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Managment fees of the underlying money market mutual funds have been waived by Dreyfus.

### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities, during the period ended June 30, 2006, amounted to \$19,430,098 and \$19,981,834, respectively.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$753,984, consisting of \$2,430,219 gross unrealized appreciation and \$1,676,235 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

# For More Information

### Dreyfus Investment Portfolios, Founders Discovery Portfolio

200 Park Avenue New York, NY 10166

### **Investment Adviser**

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

### Sub-Investment Adviser

Founders Asset Management LLC 210 University Boulevard Suite 800 Denver, CO 80206

### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



# Dreyfus Investment Portfolios, Founders Growth Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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# Dreyfus Investment Portfolios, Founders Growth Portfolio The Portfolio



### LETTER FROM THE CHAIRMAN

### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Founders Growth Portfolio, covering the sixmonth period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

Sty SCR

Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



# DISCUSSION OF PERFORMANCE

John Jares, CFA, Portfolio Manager

# How did Dreyfus Investment Portfolios, Founders Growth Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, the portfolio produced total returns of 0.85% for its Initial Shares and 0.93% for its Service shares.<sup>1</sup> In comparison, the Russell 1000 Growth Index (the "Index"), the portfolio's benchmark, produced a total return of -0.93% for the same period.<sup>2</sup>

Inflation concerns and higher interest rates caused investors to sell stocks in May and June, giving back gains achieved over the first four months of 2006. The portfolio produced higher returns than its benchmark, mainly through strong stock selections in consumer- and industrialrelated market sectors that have benefited from the economy's strength.

### What is the portfolio's investment approach?

The portfolio seeks long-term growth of capital. To pursue this goal, the portfolio invests primarily in equity securities of well-established, high-quality "growth" companies. Utilizing a "bottom-up" approach, we focus on individual stock selection rather than on forecasting stock market trends. We look for high-quality companies which tend to have strong performance records, solid market positions and reasonable financial strength, and have continuous operating records of three years or more. The portfolio seeks investment opportunities, generally, in companies which we believe have fundamental strengths that indicate the potential for growth in earnings per share. We believe the companies we select have a sustainable competitive advantage, such as a dominant brand name, a high barrier to entry from competition and/or large untapped market opportunities. The portfolio may purchase securities of companies in initial public offerings. The portfolio may invest up to 30% of its assets in foreign securities, and up to 25% of its assets in any one foreign country.

### What other factors influenced the portfolio's performance?

Short-term interest rates continued to climb during the first half of 2006, ending the reporting period at 5.25%. At the same time, energy costs moved sharply higher, with crude oil prices reaching record levels. Despite these potentially adverse influences, investor sentiment remained positive over the first four months of 2006 as the U.S. economy expanded at a robust 5.6% annualized rate during the first quarter of the year, supporting corporate earnings and stock prices.

However, investor sentiment took a turn for the worse in early May, when mounting inflationary pressures and hawkish comments from Federal Reserve Board (the "Fed") Chairman Ben Bernanke led investors to worry that interest rates might rise more than previously expected, potentially choking off future economic growth. In addition, geopolitical anxiety intensified, adding to investor uncertainty. As a result, stock prices fell sharply in May and June, erasing gains achieved during the early part of the year.

The portfolio weathered the downturn better than its benchmark, due in part to our emphasis on consumer-oriented companies. Although many analysts feared that rising interest rates and high gasoline prices might dampen consumer spending, the strong economy and low unemployment helped support sales and revenues for a number of the portfolio's consumer-oriented portfolio holdings, such as apparel retailer Kohl's, cable systems operator Comcast and entertainment company Pixar Animation Studios. Kohl's, which has more than 700 stores across the United States, has seen strong trends in sales and earnings and also benefited from industry consolidation. Comcast achieved gains by bundling cable-television, Internet access and telephone service. Pixar was acquired by The Walt Disney Company during the reporting period.

Despite higher energy costs, many parts of the industrial sector continued to perform well, including the transportation industry. Among railroads, Union Pacific has seen solid demand for its services, giving it the ability to raise prices. Similarly, airlines have been able to raise prices, partly because recent bankruptcies in the airline industry have reduced capacity at a time in which leisure and business air travel remained strong.

On the other hand, the technology sector continued to struggle, detracting from the portfolio's results. For example, Microsoft's delay in the release of major upgrades to some of its key products disappointed investors, as did the company's higher-than-expected spending to strengthen its Internet presence.

### What is the portfolio's current strategy?

We have maintained the fund's emphasis on growth-oriented companies that, in our judgment, are poised to achieve higher earnings due to the success of their products and services. It is worth noting that companies such as these tend to fare relatively well in environments of slower economic growth, unlike more cyclical companies, which do well when the economy is strong and languish when conditions weaken. For example, we recently have found growth opportunities among health care companies, which produce products that consumers need regardless of economic conditions.

July 17, 2006

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Founders Growth Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement in effect through December 31, 2006, at which time it may be extended, terminated or modified. Had these expenses not been absorbed, the portfolio's returns would have been lower.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects reinvestment of dividends and, where applicable, capital gain distributions. The Russell 1000 Growth Index is a widely accepted, unmanaged large-cap index that measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values.

## UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Founders Growth Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000†    | \$ 4.63        | \$ 4.93        |  |
| Ending value (after expenses) | \$1,008.50     | \$1,009.30     |  |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 4.66        | \$ 4.96        |  |
| Ending value (after expenses) | \$1,020.18     | \$1,019.89     |  |

<sup>†</sup> Expenses are equal to the portfolio's annualized expense ratio of .93% for Initial shares and .99% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

### STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-96.4%                    | Shares  | Value (\$) |
|--|---------|------------|
| Chemicals7%                            |         |            |
| El Du Pont de Nemours & Co.            | 3,043   | 126,589    |
| Consumer Cyclical-3.6%                 |         |            |
| AutoZone                               | 953 a   | 84,055     |
| JC Penney                              | 2,529   | 170,733    |
| Marriott International, CI. A          | 2,358   | 89,887     |
| Walgreen                               | 6,122   | 274,510    |
|  |         | 619,185    |
| Entertainment/Media-2.7%               |         |            |
| Comcast, Cl. A (Special)               | 5,266 a | 172,619    |
| Harrah's Entertainment                 | 1,631   | 116,095    |
| Walt Disney                            | 5,683   | 170,490    |
|  |         | 459,204    |
| Exchange Traded-3.0%                   |         |            |
| iShares Russell 1000 Growth Index Fund | 4,533 b | 229,279    |
| Nasdaq-100 Index Tracking Stock        | 3,352 b | 129,924    |
| Standard & Poor's Depository           |         |            |
| Receipts (Tr. Ser. 1)                  | 1,171 b | 149,045    |
|  |         | 508,248    |
| Financial Services-10.1%               |         |            |
| Allstate                               | 4,251   | 232,657    |
| American International Group           | 1,611   | 95,130     |
| Assurant                               | 3,785   | 183,194    |
| Charles Schwab                         | 17,912  | 286,234    |
| Goldman Sachs Group                    | 1,562   | 234,972    |
| JPMorgan Chase & Co.                   | 5,662   | 237,804    |
| Morgan Stanley                         | 2,050   | 129,580    |
| SLM                                    | 2,570   | 136,004    |
| State Street                           | 1,884   | 109,442    |
| TD Ameritrade Holding                  | 5,074   | 75,146     |
|  |         | 1,720,163  |
| Food & Beverages-5.4%                  |         |            |
| Cadbury Schweppes, ADR                 | 3,400   | 131,988    |
| PepsiCo                                | 4,946   | 296,958    |

| Common Stocks (continued)              | Shares  | Value (\$) |
|--|---------|------------|
| Food & Beverages (continued)           |         |            |
| Safeway                                | 10,224  | 265,824    |
| SYSCO                                  | 7,553   | 230,820    |
|  |         | 925,590    |
| Health Care-12.4%                      |         |            |
| Advanced Medical Optics                | 3,696 a | 187,387    |
| Amgen                                  | 2,428 a | 158,378    |
| Beckman Coulter                        | 1,710   | 94,990     |
| Boston Scientific                      | 8,636 a | 145,430    |
| Genzyme                                | 1,453 a | 88,706     |
| Intuitive Surgical                     | 784 a   | 92,488     |
| Johnson & Johnson                      | 4,860   | 291,211    |
| Medco Health Solutions                 | 3,302 a | 189,139    |
| Medimmune                              | 2,868 a | 77,723     |
| Medtronic                              | 3,066   | 143,857    |
| Pfizer                                 | 7,518   | 176,447    |
| Schering-Plough                        | 8,838   | 168,187    |
| Wyeth                                  | 6,966   | 309,360    |
|  |         | 2,123,303  |
| Household & Personal Products-6.7%     |         |            |
| Avon Products                          | 6,119   | 189,689    |
| Colgate-Palmolive                      | 5,364   | 321,304    |
| Estee Lauder Cos., Cl. A               | 5,088   | 196,753    |
| Harman International Industries        | 1,066   | 91,004     |
| Procter & Gamble                       | 6,257   | 347,889    |
|  |         | 1,146,639  |
| Industrial-7.6%                        |         |            |
| Emerson Electric                       | 4,066   | 340,771    |
| Empresa Brasileira de Aeronautica, ADR | 2,590 b | 94,457     |
| General Electric                       | 19,075  | 628,712    |
| Nucor                                  | 2,416   | 131,068    |
| Waste Management                       | 2,902   | 104,124    |
|  |         | 1,299,132  |

| Common Stocks (continued)           | Shares   | Value (\$) |
|-------------------------------------|----------|------------|
| Oil & Gas-4.0%                      |          |            |
| Exxon Mobil                         | 6,177    | 378,959    |
| Schlumberger                        | 4,765    | 310,249    |
|                                     |          | 689,208    |
| Retail-6.3%                         |          |            |
| Best Buy                            | 4,190    | 229,780    |
| eBay                                | 1,803 a  | 52,810     |
| Family Dollar Stores                | 8,496    | 207,557    |
| Federated Department Stores         | 6,596    | 241,414    |
| Home Depot                          | 4,179    | 149,566    |
| Kohl's                              | 831 a    | 49,129     |
| Wal-Mart Stores                     | 2,982    | 143,643    |
|                                     |          | 1,073,899  |
| Semiconductors-5.2%                 |          |            |
| ASML Holding (New York Reg. Shares) | 12,515 ª | 253,053    |
| Broadcom, Cl. A                     | 2,258 ª  | 67,853     |
| Freescale Semiconductor, Cl. B      | 2,738 a  | 80,497     |
| Linear Technology                   | 6,778    | 226,995    |
| Maxim Integrated Products           | 5,091    | 163,472    |
| Texas Instruments                   | 2,951    | 89,386     |
|                                     |          | 881,256    |
| Technology-21.9%                    |          |            |
| Accenture, Cl. A                    | 3,158    | 89,435     |
| Adobe Systems                       | 10,930 a | 331,835    |
| Agilent Technologies                | 2,479 ª  | 78,237     |
| Apple Computer                      | 3,270 ª  | 186,782    |
| Autodesk                            | 2,332 a  | 80,361     |
| Automatic Data Processing           | 3,048    | 138,227    |
| BEA Systems                         | 10,784 ª | 141,163    |
| Dell                                | 3,552 ª  | 86,704     |
| Diebold                             | 4,148    | 168,492    |
| Electronic Arts                     | 2,767 a  | 119,092    |
| Google, Cl. A                       | 1,127 a  | 472,585    |
|                                     |          |            |

| Common Stocks (continued)       | Shares    | Value (\$) |
|---------------------------------|-----------|------------|
| Technology (continued)          |           |            |
| Hewlett-Packard                 | 9,683     | 306,757    |
| Intel                           | 7,902     | 149,743    |
| Microsoft                       | 25,194    | 587,020    |
| Oracle                          | 12,036 a  | 174,402    |
| SAP, ADR                        | 1,402     | 73,633     |
| Seagate Technology              | 11,222    | 254,066    |
| Symantec                        | 4,254 a   | 66,107     |
| Yahoo!                          | 7,139 ª   | 235,587    |
|                                 |           | 3,740,228  |
| Telecommunications-4.4%         |           |            |
| Cisco Systems                   | 19,310 ª  | 377,124    |
| Motorola                        | 10,691    | 215,424    |
| Qualcomm                        | 2,007     | 80,420     |
| Sprint Nextel                   | 4,307     | 86,097     |
|                                 |           | 759,065    |
| Transportation-2.4%             |           |            |
| AMR                             | 3,771 a   | 95,859     |
| Continental Airlines, Cl. B     | 3,436 a   | 102,393    |
| Union Pacific                   | 1,401     | 130,237    |
| US Airways Group                | 1,461 a   | 73,839     |
|                                 |           | 402,328    |
| Total Common Stocks             |           |            |
| (cost \$15,380,057)             |           | 16,474,037 |
|                                 |           |            |
| Other Investment-3.6%           |           |            |
| Registered Investment Company;  |           |            |
| Dreyfus Institutional Preferred |           |            |
| Plus Money Market Fund          | (0( 000 ) |            |
| (cost \$606,000)                | 606,000 c | 606,000    |

| Investment of Cash Collateral<br>for Securities Loaned–3.5%           | Shares    | Value (\$) |
|---|-----------|------------|
| Registered Investment Company;  |           |            |
| Dreyfus Institutional Cash<br>Advantage Plus Fund<br>(cost \$590,140) | 590,140 ¢ | 590,140    |
| Total Investments (cost \$16,576,197)                                 | 103.5%    | 17,670,177 |
| Liabilities, Less Cash and Receivables                                | (3.5%)    | (603,034)  |
| Net Assets  | 100.0%    | 17,067,143 |

ADR—American Depository Receipts

<sup>a</sup> Non-income producing security.

<sup>b</sup> All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$575,779 and the total market value of the collateral held by the portfolio is \$590,140.

<sup>c</sup> Investment in affiliated money market mutual fund.

#### Portfolio Summary (Unaudited)<sup>+</sup>

|                               | Value (%) |                     | Value (%) |
|-------------------------------|-----------|---------------------|-----------|
| Technology                    | 21.9      | Telecommunications  | 4.4       |
| Health Care                   | 12.4      | Oil & Gas           | 4.0       |
| Financial Services            | 10.1      | Consumer Cyclical   | 3.6       |
| Industrial                    | 7.6       | Exchange Traded     | 3.0       |
| Money Market Investments      | 7.1       | Entertainment/Media | 2.7       |
| Household & Personal Products | 6.7       | Transportation      | 2.4       |
| Retail                        | 6.3       | Chemicals           | .7        |
| Food & Beverages              | 5.4       |                     |           |
| Semiconductors                | 5.2       |                     | 103.5     |

† Based on net assets.

# STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|  | Cost                    | Value                   |
|--|-------------------------|-------------------------|
| Assets (\$):   |                         |                         |
| Investments in securities–<br>See Statement of Investments (including securities<br>on Ioan, valued at \$575,779)–Note 1(b): |                         |                         |
| Unaffiliated issuers<br>Affiliated issuers   | 15,380,057<br>1,196,140 | 16,474,037<br>1,196,140 |
| Cash   |                         | 1,416                   |
| Receivable for investment securities sold  |                         | 427,222                 |
| Dividends and interest receivable  |                         | 18,924                  |
| Receivable for shares of Beneficial Interest subscribed  |                         | 766                     |
| Prepaid expenses   |                         | 3,309                   |
|  |                         | 18,121,814              |
| Liabilities (\$):  |                         |                         |
| Due to The Dreyfus Corporation and affiliates–Note 3(b)  |                         | 15,003                  |
| Liability for securities on loan–Note 1(b)   |                         | 590,140                 |
| Payable for investment securities purchased  |                         | 414,910                 |
| Payable for shares of Beneficial Interest redeemed   |                         | 13,042                  |
| Accrued expenses   |                         | 21,576                  |
|  |                         | 1,054,671               |
| Net Assets (\$)  |                         | 17,067,143              |
| Composition of Net Assets (\$):  |                         |                         |
| Paid-in capital  |                         | 30,491,046              |
| Accumulated undistibuted investment income-net   |                         | 25,129                  |
| Accumulated net realized gain (loss) on investments  |                         | (14,543,012)            |
| Accumulated net unrealized appreciation<br>(depreciation) on investments   |                         | 1,093,980               |
| Net Assets (\$)  |                         | 17,067,143              |
|  |                         |                         |

| Net Asset Value Per Share      |                |                |
|--------------------------------|----------------|----------------|
|                                | Initial Shares | Service Shares |
| Net Assets (\$)                | 12,831,009     | 4,236,134      |
| Shares Outstanding             | 1,033,143      | 341,562        |
| Net Asset Value Per Share (\$) | 12.42          | 12.40          |

# STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):   |           |
|---|-----------|
| Income:   |           |
| Cash dividends (net of \$301 foreign taxes withheld at source): |           |
| Unaffiliated issuers  | 94,143    |
| Affiliated issuers  | 10,882    |
| Interest  | 5,451     |
| Income from securities lending                                  | 437       |
| Total Income  | 110,913   |
| Expenses:   |           |
| Investment advisory fee–Note 3(a)                               | 68,096    |
| Auditing fees   | 18,256    |
| Custodian fees–Note 3(b)  | 6,297     |
| Distribution fees–Note 3(b)                                     | 5,736     |
| Prospectus and shareholders' reports                            | 4,259     |
| Trustees' fees and expenses-Note 3(c)                           | 540       |
| Legal fees  | 523       |
| Loan commitment fees–Note 2                                     | 174       |
| Miscellaneous   | 488       |
| Total Expenses  | 104,369   |
| Less-waiver of fees due to undertaking-Note 3(a)                | (18,849)  |
| Net Expenses  | 85,520    |
| Investment Income-Net   | 25,393    |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$): |           |
| Net realized gain (loss) on investments                         | 951,023   |
| Net unrealized appreciation (depreciation) on investments       | (795,072) |
| Net Realized and Unrealized Gain (Loss) on Investments          | 155,951   |
| Net Increase in Net Assets Resulting from Operations            | 181,344   |
|   |           |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended<br>June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
|--|--|---------------------------------|
| Operations (\$):   |  |                                 |
| Investment income-net  | 25,393   | 51,341                          |
| Net realized gain (loss) on investments                                    | 951,023  | 2,333,582                       |
| Net unrealized appreciation<br>(depreciation) on investments               | (795,072)  | (1,580,457)                     |
| Net Increase (Decrease) in Net Assets                                      |  |                                 |
| Resulting from Operations  | 181,344  | 804,466                         |
| Dividends to Shareholders from (\$):                                       |  |                                 |
| Investment income-net:   |  |                                 |
| Initial shares   | (38,728)   | (42,733)                        |
| Service shares   | (12,744)   | (10,865)                        |
| Total Dividends  | (51,472)   | (53,598)                        |
| Beneficial Interest Transactions (\$):                                     |  |                                 |
| Net proceeds from shares sold:   |  |                                 |
| Initial shares   | 214,143  | 333,541                         |
| Service shares   | 141,949  | 336,390                         |
| Dividends reinvested:  |  |                                 |
| Initial shares   | 38,728   | 42,733                          |
| Service shares   | 12,744   | 10,865                          |
| Cost of shares redeemed:   |  |                                 |
| Initial shares   | (1,161,678)                                      | (3,313,092)                     |
| Service shares   | (898,256)  | (986,967)                       |
| Increase (Decrease) in Net Assets from<br>Beneficial Interest Transactions | (1,652,370)                                      | (3,576,530)                     |
| Total Increase (Decrease) in Net Assets                                    | (1,522,498)                                      | (2,825,662)                     |
| Net Assets (\$):   |  |                                 |
| Beginning of Period  | 18,589,641                                       | 21,415,303                      |
| End of Period  | 17,067,143                                       | 18,589,641                      |
| Undistributed investment income-net  | 25,129   | 51,208                          |
|  |  |                                 |

|   | Six Months Ended<br>June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
|---|--|---------------------------------|
| Capital Share Transactions:                   |  |                                 |
| Initial Shares                                |  |                                 |
| Shares sold                                   | 16,692   | 28,560                          |
| Shares issued for dividends reinvested        | 3,021  | 3,722                           |
| Shares redeemed                               | (91,929)   | (282,116)                       |
| Net Increase (Decrease) in Shares Outstanding | (72,216)   | (249,834)                       |
| Service Shares                                |  |                                 |
| Shares sold                                   | 11,247   | 29,299                          |
| Shares issued for dividends reinvested        | 995  | 947                             |
| Shares redeemed                               | (71,567)   | (83,728)                        |
| Net Increase (Decrease) in Shares Outstanding | (59,325)   | (53,482)                        |

## FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Six Mor  | ths Ended                          |        |        |        |         |         |
|--|------------------------------------|--------|--------|--------|---------|---------|
|  | e 30, 2006 Year Ended December 31, |        |        |        |         |         |
| Initial Shares (   | Unaudited)                         | 2005   | 2004   | 2003   | 2002    | 2001    |
| Per Share Data (\$):   |                                    |        |        |        |         |         |
| Net asset value,<br>beginning of period                        | 12.35                              | 11.84  | 11.03  | 8.44   | 11.77   | 14.73   |
| Investment Operations:   |                                    |        |        |        |         |         |
| Investment income (loss)-net <sup>a</sup>                      | .02                                | .03    | .07    | .01    | (.01)   | .01     |
| Net realized and unrealized gain (loss) on investments         | .09                                | .51    | .80    | 2.58   | (3.31)  | (2.96)  |
| Total from Investment Operations                               | .11                                | .54    | .87    | 2.59   | (3.32)  | (2.95)  |
| Distributions:   |                                    |        |        |        |         |         |
| Dividends from<br>investment income-net                        | (.04)                              | (.03)  | (.06)  | _      | (.01)   | (.01)   |
| Net asset value, end of period                                 | 12.42                              | 12.35  | 11.84  | 11.03  | 8.44    | 11.77   |
| Total Return (%)   | .85 <sup>b</sup>                   | 4.61   | 7.86   | 30.69  | (28.25) | (20.03) |
| Ratios/Supplemental Data (%):                                  |                                    |        |        |        |         |         |
| Ratio of total expenses<br>to average net assets               | .54 <sup>b</sup>                   | 1.11   | 1.00   | 1.09   | 1.09    | 1.09    |
| Ratio of net expenses<br>to average net assets                 | .46 <sup>b</sup>                   | 1.00   | .97    | 1.00   | 1.00    | .99     |
| Ratio of net investment income<br>(loss) to average net assets | .15 <sup>b</sup>                   | .26    | .65    | .08    | (.08)   | .08     |
| Portfolio Turnover Rate  | 63.13 <sup>b</sup>                 | 125.05 | 114.49 | 126.24 | 165.08  | 180.84  |
| Net Assets, end of period<br>(\$ x 1,000)                      | 12,831                             | 13,646 | 16,045 | 16,725 | 14,442  | 25,607  |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

| Six Months Ended<br>June 30, 2006                              |                  | Year Ended December 31, |        |        |         |                    |
|--|------------------|-------------------------|--------|--------|---------|--------------------|
|  | Jnaudited)       | 2005                    | 2004   | 2003   | 2002    | 2001               |
| Per Share Data (\$):   |                  |                         |        |        |         |                    |
| Net asset value,   |                  |                         |        |        |         |                    |
| beginning of period  | 12.33            | 11.82                   | 11.02  | 8.43   | 11.76   | 14.73              |
| Investment Operations:   |                  |                         |        |        |         |                    |
| Investment income (loss)—neta                                  | .01              | .03                     | .07    | .01    | (.01)   | (.00) <sup>b</sup> |
| Net realized and unrealized                                    |                  |                         |        |        |         |                    |
| gain (loss) on investments                                     | .10              | .51                     | .79    | 2.58   | (3.31)  | (2.96)             |
| Total from Investment Operations                               | .11              | .54                     | .86    | 2.59   | (3.32)  | (2.96)             |
| Distributions:   |                  |                         |        |        |         |                    |
| Dividends from   |                  |                         |        |        |         |                    |
| investment income-net  | (.04)            | (.03)                   | (.06)  | -      | (.01)   | (.01)              |
| Net asset value, end of period                                 | 12.40            | 12.33                   | 11.82  | 11.02  | 8.43    | 11.76              |
| Total Return (%)   | .93c             | 4.63                    | 7.68   | 30.72  | (28.21) | (20.16)            |
| Ratios/Supplemental Data (%):                                  |                  |                         |        |        |         |                    |
| Ratio of total expenses  |                  |                         |        |        |         |                    |
| to average net assets  | .66 <sup>c</sup> | 1.36                    | 1.25   | 1.35   | 1.34    | 1.40               |
| Ratio of net expenses  |                  |                         |        |        |         |                    |
| to average net assets  | .49¢             | 1.00                    | 1.00   | 1.00   | 1.00    | 1.00               |
| Ratio of net investment income<br>(loss) to average net assets | .11c             | .26                     | .63    | .09    | (.06)   | (.01)              |
| Portfolio Turnover Rate  | 63.13¢           | 125.05                  | 114.49 | 126.24 | 165.08  | 180.84             |
| Net Assets, end of period<br>(\$ x 1,000)                      | 4,236            | 4,944                   | 5,370  | 5,719  | 4,333   | 4,147              |
|  |                  |                         |        |        |         |                    |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Amount represents less than \$.01 per share.

<sup>c</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an openend management investment company, operating as a series company currently offering nine series, including the Founders Growth Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to provide long-term capital growth. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. Dreyfus is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial"). Founders Asset Management LLC ("Founders") serves as the portfolio's subinvestment adviser. Founders is a wholly-owned subsidiary of Dreyfus Service Corporation, which is a wholly-owned subsidiary of Dreyfus.

Dreyfus Service Corporation (the "Distributor") is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange on which such securities are primarily traded. Securities listed on the National Market System, for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sale price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold, and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price.

(b) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits, if any, as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of Dreyfus, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by Dreyfus. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(c) Affiliated issuers: Investments in other investment companies advised by Dreyfus are defined as "affiliated" in the Act.

(d) Dividends to shareholders: Dividends are recorded on the ex-dividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles. (e) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The portfolio has an unused capital loss carryover of \$15,164,476 available for federal income tax purposes to be applied against future net securities profits, if any, realized subsequent to December 31, 2005. If not applied, \$9,445,400 of the carryover expires in fiscal 2009 and \$5,719,076 expires in fiscal 2010.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005 were as follows: ordinary income \$53,598. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$350 million redemption credit facility (the "Facility") to be utilized for temporary or emergency purposes, including the financing of redemptions. In connection therewith, the portfolio has agreed to pay commitment fees on its pro rata portion of the Facility. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing. During the period ended June 30, 2006, the portfolio did not borrow under the Facility.

#### NOTE 3–Investment Advisory Fee, Sub-Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement with Dreyfus, the investment advisory fee is computed at the annual rate of .75% of the value of the portfolio's average daily net assets and is payable monthly.

Dreyfus has agreed, from January 1, 2006 to December 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings, commitment fees and extraordinary expenses,

exceed 1% of the value of the average daily net assets of their class. During the period ended June 30, 2006, Dreyfus waived receipt of fees of \$18,849, pursuant to the undertaking.

Pursuant to a Sub-Investment Advisory Agreement between Dreyfus and Founders, the sub-investment advisory fee is payable monthly by Dreyfus, and is based upon the value of the portfolio's average daily net assets, computed at the following annual rates:

#### Average Net Assets

| 0 to \$100 million           | .25% |
|------------------------------|------|
| \$100 million to \$1 billion | .20% |
| \$1 billion to \$1.5 billion | .16% |
| In excess of \$1.5 billion   | .10% |

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$5,736 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of Dreyfus, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$32 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of Dreyfus, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$6,297 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$10,583, Rule 12b-1 distribution plan fees \$878, custodian fees \$3,867, chief compliance officer fees \$1,926 and transfer agency per account fees \$10, which are offset against an expense reimbursement currently in effect in the amount of \$2,261.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by Dreyfus.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities, during the period ended June 30, 2006, amounted to \$11,141,464 and \$13,419,150, respectively.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$1,093,980, consisting of \$1,464,486 gross unrealized appreciation and \$370,506 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

NOTES

# For More Information

#### Dreyfus Investment Portfolios, Founders Growth Portfolio

200 Park Avenue New York, NY 10166

#### Investment Adviser

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Sub-Investment Adviser

Founders Asset Management LLC Founders Financial Center 2930 East Third Avenue Denver, CO 80206

#### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

#### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



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# Dreyfus Investment Portfolios, Founders International Equity Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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#### Dreyfus Investment Portfolios, Founders International Equity Portfolio



#### LETTER FROM THE CHAIRMAN

Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Founders International Equity Portfolio, covering the sixmonth period from January 1, 2006, through June 30, 2006.

International stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. and global economies move into more mature phases. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a global recession currently appears unlikely, we expect slower growth in the United States and Europe in 2007. Economic expansion in Japan and China seems likely to continue, but lower demand for exports could contribute to a slowdown elsewhere in Asia. Indicators to watch in the months ahead include the outlook for inflation in the United States and overseas, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in short-term interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio managers.

Thank you for your continued confidence and support.

Sincerely,

J 5.C

Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



# DISCUSSION OF PERFORMANCE

Remi J. Browne, CFA, and Jeffrey R. Sullivan, CFA, Portfolio Managers

# How did Dreyfus Investment Portfolios, Founders International Equity Portfolio perform relative to its benchmarks?

For the six-month period ended June 30, 2006, the portfolio produced total returns of 9.81% for its Initial shares and 9.81% for its Service shares.<sup>1</sup> In comparison, the portfolio's benchmarks, the Morgan Stanley Capital International (MSCI) World ex U.S. Index and the MSCI World ex U.S. Growth Index, produced total returns of 10.06% and 9.60%, respectively, for the same period.<sup>2,3</sup>

During the first half of the year, the U.K. and Germany provided the largest positive impact to relative fund performance due to strong stock selection. This was somewhat offset by poor relative performance in Sweden and Japan. Across sectors, the portfolio benefited from strong selection in materials and financials, but was hurt by under-performance in the industrials and consumer discretionary sectors.

On a separate note, Jeffrey R. Sullivan became a primary portfolio manager of the portfolio on May 1, 2006, replacing Daniel B. LeVan, and will serve with the portfolio's other primary portfolio manager, Remi Browne.

#### What is the portfolio's investment approach?

The portfolio seeks long-term growth of capital. To pursue this goal, the portfolio normally invests at least 80% of its assets in the equity securities of foreign companies. The portfolio focuses on equity securities of foreign companies that are characterized as "growth" companies. The portfolio may purchase securities of companies in initial public offerings or shortly thereafter.

The portfolio will invest primarily in foreign issuers from at least three foreign countries with established or emerging economies, but will not invest more than 50% of its assets in issuers in any one foreign country. Although the portfolio intends to invest substantially all of its assets in issuers located outside the United States, at times it may invest in U.S.-based companies.

The portfolio focuses on individual stock selection. We do not attempt to predict interest rates or market movements, nor do we have country allocation models or targets. Rather, we choose investments on a company-by-company basis, searching to find what we believe are well-managed, well-positioned companies, wherever they may be.

#### What other factors influenced the portfolio's performance?

During the reporting period, international equity markets continued their three-year rally. Mergers-and-acquisition (M&A) activity increased and strong earnings announcements overcame significant tightening in global monetary policy. Investor sentiment was boosted by benign inflation, historically low interest rates and an ongoing economic expansion, primarily driven by the United States. However, later in the reporting period, investors became concerned about numerous economic issues that prompted a reversal in global markets. These macroeconomic issues included a slowdown in the housing market, U.S. dollar weakness, rising consumer prices and the continued interest rate increases by the Federal Reserve and a move away from quantitative easing by the Bank of Japan. Against this backdrop, global equity markets suffered a major sell-off beginning in the middle of May and lasting until mid-June.

The portfolio's strongest relative performance came from the U.K., Germany and Hong Kong. In the U.K., mining companies Xstrata and Vedanta Resources performed particularly well early in the reporting period due to rising commodity prices. Robust mergers-and-acquisitions activity benefited the portfolio's German stocks, including the acquisition of pharmaceutical maker Schering by former rival Bayer, which was not owned by the fund during the reporting period. ThyssenKrupp, a German steel company, flourished amid industry-wide consolidations. The portfolio also benefited from its holdings in Hong Kong-based China Mobile, which rallied on the strength of a growing customer base.

On the other hand, the portfolio's Swedish, French and Japanese holdings hindered its relative performance. In Sweden, truckmaker Volvo's stock price fell following its announced profit warning, at which time we sold the stock. In France, the stock price of EADS, the European Aeronautics Defense and Space Company, fell due to extensive delays at Airbus, particularly with respect to its new A380 plane. The portfolio's Japanese declines can be traced primarily to one holding, Yamada Denki, a consumer electronics retailer that encountered the effects of profit-taking after a prolonged period of outperformance.

#### What is the portfolio's current strategy?

We viewed the recent sell-off in international stocks not as the onset of a secular bear market, but as a healthy, cyclical correction that helped to maintain gains achieved over the past several years. We plan to continue our strategy of maintaining country and sector weights that are in line with the portfolio's benchmarks, while attempting to outperform through our individual stock selections.

July 17, 2006

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Founders International Equity Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement in effect through December 31, 2006, at which time it may be extended, terminated or modified. Had these expenses not been absorbed, the portfolio's returns would have been lower.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects reinvestment of net dividends and, where applicable, capital gain distributions. The Morgan Stanley Capital International (MSCI) World ex U.S. Index is an unmanaged index of global stock market performance, excluding the U.S., consisting solely of equity securities.
- <sup>3</sup> SOURCE: Morgan Stanley Capital International Inc. Reflects reinvestment of dividends and, where applicable, capital gain distributions. The Morgan Stanley Capital International (MSCI) World ex U.S. Growth Index measures global developed market equity performance of growth securities outside of the U.S.

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# UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Founders International Equity Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 7.75        | \$ 7.75        |  |
| Ending value (after expenses) | \$1,098.10     | \$1,098.10     |  |

## COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |
|-------------------------------|----------------|----------------|
| Expenses paid per \$1,000+    | \$ 7.45        | \$ 7.45        |
| Ending value (after expenses) | \$1,017.41     | \$1,017.41     |

† Expenses are equal to the portfolio's annualized expense ratio of 1.49% for Initial shares and 1.49% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

# STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-95.1%            | Shares   | Value (\$) |
|--------------------------------|----------|------------|
| Australia–4.7%                 |          |            |
| BHP Billiton                   | 13,970   | 301,133    |
| CSL                            | 3,200    | 127,848    |
| Rinker Group                   | 7,760    | 94,538     |
|                                |          | 523,519    |
| Belgium-2.5%                   |          |            |
| Delhaize Group                 | 1,500    | 103,983    |
| InBev                          | 3,460    | 169,712    |
|                                |          | 273,695    |
| Canada-6.1%                    |          |            |
| Alcan                          | 2,000    | 93,634     |
| ATI Technologies               | 3,400 a  | 49,376     |
| Canadian National Railway      | 2,880    | 125,731    |
| Gildan Activewear              | 1,200 a  | 56,718     |
| Manulife Financial             | 1,800    | 57,002     |
| Precision Drilling Trust       | 1,700    | 56,469     |
| Shaw Communications, Cl. B     | 2,600    | 73,444     |
| Teck Cominco, Cl. B            | 1,600    | 95,951     |
| Trican Well Service            | 3,200    | 63,891     |
|                                |          | 672,216    |
| China6%                        |          |            |
| Foxconn International Holdings | 29,000 a | 61,798     |
| Finland-1.6%                   |          |            |
| Nokia                          | 8,600    | 175,550    |
| France-10.1%                   |          |            |
| BNP Paribas                    | 1,446    | 138,430    |
| Bouygues                       | 1,190    | 61,185     |
| PPR                            | 400      | 51,007     |
| Sanofi-Aventis                 | 2,680    | 261,535    |
| Schneider Electric             | 860      | 89,645     |
| Societe Generale               | 1,030    | 151,498    |
| SOITEC                         | 1,800 a  | 53,250     |
| Total                          | 1,844    | 121,344    |
| Vivendi                        | 5,290    | 185,386    |
|                                |          | 1,113,280  |

| Common Stocks (continued)      | Shares | Value (\$) |
|--------------------------------|--------|------------|
| Germany-6.3%                   |        |            |
| BASF                           | 1,660  | 133,291    |
| Continental                    | 1,380  | 141,237    |
| E.ON                           | 560    | 64,462     |
| MAN                            | 1,100  | 79,659     |
| Merck                          | 1,330  | 121,116    |
| SAP                            | 320    | 67,531     |
| ThyssenKrupp                   | 2,720  | 93,130     |
|                                |        | 700,426    |
| Greece9%                       |        |            |
| Coca-Cola Hellenic Bottling    | 3,400  | 101,322    |
| Hong Kong-1.3%                 |        |            |
| China Mobile                   | 25,800 | 147,497    |
| ltaly-3.1%                     |        |            |
| Banca Intesa                   | 21,300 | 124,772    |
| Capitalia                      | 8,870  | 72,776     |
| ENI                            | 5,000  | 147,277    |
|                                |        | 344,825    |
| Japan-19.7%                    |        |            |
| Canon                          | 4,650  | 227,909    |
| Daiwa Securities Group         | 8,900  | 106,060    |
| Fujitsu                        | 12,000 | 92,993     |
| Honda Motor                    | 6,200  | 196,628    |
| Kirin Brewery                  | 3,500  | 55,010     |
| Matsushita Electric Industrial | 5,000  | 105,495    |
| Mitsubishi                     | 8,200  | 163,699    |
| Mitsubishi Electric            | 17,200 | 137,798    |
| Mitsui & Co.                   | 7,000  | 98,829     |
| Nomura Holdings                | 6,900  | 129,307    |
| ORIX                           | 390    | 95,234     |
| Rengo                          | 6,800  | 51,389     |
| Sony                           | 4,600  | 202,953    |
| SUMCO                          | 1,000  | 56,963     |
|                                |        |            |

| Common Stocks (continued)                   | Shares | Value (\$) |
|---|--------|------------|
| Japan (continued)                           |        |            |
| Sumitomo Electric Industries                | 9,800  | 143,498    |
| Takeda Pharmaceutical                       | 900    | 55,985     |
| TDK   | 800    | 60,807     |
| Tokyo Electron                              | 2,000  | 139,787    |
| Toshiba                                     | 9,000  | 58,737     |
|   |        | 2,179,081  |
| Netherlands-3.1%                            |        |            |
| Heineken                                    | 2,000  | 84,798     |
| ING Groep                                   | 6,410  | 251,937    |
|   |        | 336,735    |
| Norway-2.2%                                 |        |            |
| Norsk Hydro                                 | 2,800  | 74,189     |
| Orkla                                       | 1,750  | 81,074     |
| Telenor                                     | 7,600  | 91,838     |
|   |        | 247,101    |
| Spain-3.3%                                  |        |            |
| ACS-Actividades de Construccion y Servicios | 2,890  | 120,537    |
| Banco Santander Central Hispano             | 4,000  | 58,425     |
| Repsol YPF                                  | 1,940  | 55,555     |
| Telefonica                                  | 7,660  | 127,559    |
|   |        | 362,076    |
| Sweden6%                                    |        |            |
| Atlas Copco, Cl. A                          | 2,500  | 69,457     |
| Switzerland–8.1%                            |        |            |
| Baloise Holding                             | 1,020  | 78,330     |
| Compagnie Financiere Richemont, Cl. A       | 2,200  | 100,703    |
| Credit Suisse Group                         | 3,460  | 193,448    |
| Nestle                                      | 200    | 62,776     |
| Roche Holding                               | 1,920  | 317,175    |
| UBS   | 648    | 70,976     |
| Zurich Financial Services                   | 300    | 65,718     |
|   |        | 889,126    |

| Common Stocks (continued)    | Shares   | Value (\$) |
|------------------------------|----------|------------|
| United Kingdom-20.9%         |          |            |
| AstraZeneca                  | 1,010    | 60,919     |
| Aviva                        | 4,020    | 56,866     |
| Barclays                     | 4,909    | 55,743     |
| BG Group                     | 9,300    | 124,165    |
| BP                           | 22,163   | 258,221    |
| British Airways              | 19,600 a | 124,140    |
| British American Tobacco     | 7,930    | 199,585    |
| BT Group                     | 20,420   | 90,279     |
| Diageo                       | 4,950    | 83,193     |
| First Choice Holidays        | 15,900   | 67,210     |
| GlaxoSmithKline              | 12,220   | 341,204    |
| HBOS                         | 4,790    | 83,204     |
| HSBC Holdings                | 3,300    | 58,023     |
| International Power          | 26,250   | 138,003    |
| Michael Page International   | 9,600    | 62,178     |
| Royal Bank of Scotland Group | 1,680    | 55,198     |
| Royal Dutch Shell, Cl. A     | 1,800    | 60,537     |
| Vedanta Resources            | 5,500    | 138,528    |
| WPP Group                    | 5,600    | 67,729     |
| Xstrata                      | 4,740    | 179,560    |
|                              |          | 2,304,485  |
| Total Common Stocks          |          |            |
| (cost \$8,123,797)           |          | 10,502,189 |
|                              |          |            |
| Preferred Stocks-1.5%        |          |            |
| Germany                      |          |            |
| Fresenius                    |          |            |
| (cost \$154,110)             | 1,020    | 169,843    |

| Other Investment-3.3%  | Shares    | Value (\$) |
|--|-----------|------------|
| Registered Investment Company;   |           |            |
| Dreyfus Institutional Preferred Plus Money Market Fund<br>(cost \$370,000) | 370,000 b | 370,000    |
| Total Investments (cost \$8,647,907)                                       | 99.9%     | 11,042,032 |
| Cash and Receivables (Net)   | .1%       | 8,576      |
| Net Assets   | 100.0%    | 11,050,608 |

<sup>a</sup> Non-income producing security.

<sup>b</sup> Investment in affiliated money market mutual fund.

### Portfolio Summary (Unaudited)<sup>+</sup>

|                                | Value (%) |                         | Value (%) |
|--------------------------------|-----------|-------------------------|-----------|
| Financial                      | 14.9      | Money Market Investment | 3.3       |
| Pharmaceuticals                | 10.5      | Consumer Services       | 2.8       |
| Telecommunications             | 10.3      | Distributors            | 2.4       |
| Technology                     | 9.1       | Insurance               | 2.3       |
| Oil & Gas Drilling & Equipment | 7.6       | Other                   | 18.0      |
| Diversified Metals & Mining    | 7.3       | Futures                 | .1        |
| Consumer Non-Durables          | 6.7       |                         |           |
| Industrial                     | 4.7       |                         | 100.0     |

† Based on net assets.

# STATEMENT OF FINANCIAL FUTURES

June 30, 2006 (Unaudited)

|                        | Contracts | Market Value<br>Covered by<br>Contracts (\$) | Expiration     | Unrealized<br>Appreciation<br>at 6/30/2006 (\$) |
|------------------------|-----------|--|----------------|---|
| Financial Futures Long |           |  |                |   |
| MSCI PAN EURO          | 4         | 110,690                                      | September 2006 | 5,937   |
| ΤΟΡΙΧ                  | 1         | 138,869                                      | September 2006 | 3,217   |
|                        |           |  |                | 9,154   |

# STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

| Cost ValueAssets (\$):Investments in securities–See Statement of Investments:Unaffiliated issuers8,277,90710,672,032Affiliated issuers370,000Cash4,131Cash denominated in foreign currencies2,273Receivable for investment securities sold184,958Dividends and interest receivable20,548Receivable for futures variation margin5,805Prepaid expenses1,499Due to The Dreyfus Corporation and affiliates–Note 3(b)5,931Payable for investment securities purchased153,956Payable for shares of Beneficial Interest redeemed17,993Accrued expenses32,787 <b>Composition of Net Assets (\$):</b> 11,050,608Paid-in capital12,395,391Accumulated undistributed investment income–net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360Net Assets (\$)11,050,608  |   |         |             |
|--|---|---------|-------------|
| Investments in securities–See Statement of Investments:<br>Unaffiliated issuers<br>Affiliated information and affiliates<br>Prepaid expenses<br>Accured expens |   | Cost    | Value       |
| Unaffiliated issuers8,277,90710,672,032Affiliated issuers370,000370,000Cash4,131Cash denominated in foreign currencies2,2732,302Receivable for investment securities sold184,958Dividends and interest receivable20,548Receivable for futures variation margin5,805Prepaid expenses1,499 <b>11,261,275Liabilities (\$):</b> Due to The Dreyfus Corporation and affiliates-Note 3(b)5,931Payable for investment securities purchased153,956Payable for shares of Beneficial Interest redeemed17,993Accrued expenses32,787 <b>210,667</b> Net Assets (\$) <b>11,050,608Composition of Net Assets (\$):</b> Paid-in capitalAccumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360   | Assets (\$):  |         |             |
| Affiliated issuers370,000370,000Cash4,131Cash denominated in foreign currencies2,2732,302Receivable for investment securities sold184,958Dividends and interest receivable20,548Receivable for futures variation margin5,805Prepaid expenses1,499 <b>11,261,275</b> Liabilities (\$):Due to The Dreyfus Corporation and affiliates–Note 3(b)5,931Payable for investment securities purchased153,956Payable for shares of Beneficial Interest redeemed17,993Accrued expenses32,787 <b>210,667</b> Net Assets (\$) <b>11,050,608</b> Composition of Net Assets (\$):Paid-in capitalAccumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360  |   |         |             |
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| Due to The Dreyfus Corporation and affiliates–Note 3(b) 5,931<br>Payable for investment securities purchased 153,956<br>Payable for shares of Beneficial Interest redeemed 17,993<br>Accrued expenses 32,787<br>210,667<br>Net Assets (\$) 11,050,608<br>Composition of Net Assets (\$):<br>Paid-in capital 12,395,391<br>Accumulated undistributed investment income–net 89,361<br>Accumulated net realized gain (loss) on investments (3,837,504)<br>Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures) 2,403,360  | L 1-L 1041 (A).   |         | 11,261,275  |
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| Payable for shares of Beneficial Interest redeemed17,993Accrued expenses32,787210,667Net Assets (\$)11,050,608Composition of Net Assets (\$):Paid-in capital12,395,391Accumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360   |   |         |             |
| Accrued expenses32,787210,667Net Assets (\$)11,050,608Composition of Net Assets (\$):Paid-in capital12,395,391Accumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investmentsAccumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360  |   |         |             |
| 210,667Net Assets (\$)11,050,608Composition of Net Assets (\$):12,395,391Paid-in capital12,395,391Accumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360   |   |         |             |
| Net Assets (\$)11,050,608Composition of Net Assets (\$):12,395,391Paid-in capital12,395,391Accumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360  | Accrued expenses  |         |             |
| Composition of Net Assets (\$):         Paid-in capital       12,395,391         Accumulated undistributed investment income-net       89,361         Accumulated net realized gain (loss) on investments       (3,837,504)         Accumulated net unrealized appreciation (depreciation)       0         on investments and foreign currency transactions (including       \$9,154 net unrealized appreciation on financial futures)         2,403,360   |   |         |             |
| Paid-in capital12,395,391Accumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360  | ····· ····  |         | 11,050,608  |
| Accumulated undistributed investment income-net89,361Accumulated net realized gain (loss) on investments(3,837,504)Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360   | •   |         |             |
| Accumulated net realized gain (loss) on investments       (3,837,504)         Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)       2,403,360   |   |         |             |
| Accumulated net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures) 2,403,360   | Accumulated undistributed investment income-net             |         | 89,361      |
| on investments and foreign currency transactions (including<br>\$9,154 net unrealized appreciation on financial futures)2,403,360  | Accumulated net realized gain (loss) on investments         |         | (3,837,504) |
|  | on investments and foreign currency transactions (including |         |             |
| Net Assets (\$) 11,050,608   |   |         |             |
|  | Net Assets (\$)   |         | 11,050,608  |

| Net Asset Value Per Share      |                |                |  |  |
|--------------------------------|----------------|----------------|--|--|
|                                | Initial Shares | Service Shares |  |  |
| Net Assets (\$)                | 8,900,420      | 2,150,188      |  |  |
| Shares Outstanding             | 498,548        | 120,376        |  |  |
| Net Asset Value Per Share (\$) | 17.85          | 17.86          |  |  |

# STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):   |           |
|---|-----------|
| Income:   |           |
| Cash dividends (net of \$21,155 foreign taxes withheld at source):        |           |
| Unaffiliated issuers  | 164,539   |
| Affiliated issuers  | 3,075     |
| Interest  | 4,957     |
| Total Income  | 172,571   |
| Expenses:   |           |
| Investment advisory fee–Note 3(a)   | 55,842    |
| Custodian fees  | 34,452    |
| Auditing fees   | 19,137    |
| Prospectus and shareholders' reports                                      | 4,033     |
| Distribution fees–Note 3(b)   | 2,970     |
| Trustees' fees and expenses-Note 3(c)                                     | 310       |
| Legal fees  | 281       |
| Loan commitment fees-Note 2   | 62        |
| Miscellaneous   | 5,415     |
| Total Expenses  | 122,502   |
| Less-waiver of fees due to undertaking-Note 3(a)                          | (38,682)  |
| Less-reduction in custody fees due to                                     |           |
| earnings credits-Note 1(c)  | (635)     |
| Net Expenses  | 83,185    |
| Investment Income-Net   | 89,386    |
| Realized and Unrealized Gain (Loss) on Investments-Note 4 (\$):           |           |
| Net realized gain (loss) on investments and foreign currency transactions | 1,127,329 |
| Net realized gain (loss) on financial futures                             | (4,901)   |
| Net Realized Gain (Loss)  | 1,122,428 |
| Net unrealized appreciation (depreciation) on investments                 |           |
| and foreign currency transactions (including \$9,154 net                  |           |
| unrealized appreciation on financial futures)                             | (184,710) |
| Net Realized and Unrealized Gain (Loss) on Investments                    | 937,718   |
| Net Increase in Net Assets Resulting from Operations                      | 1,027,104 |
|   |           |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended             | Veer Federa                     |
|--|------------------------------|---------------------------------|
|  | June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
| Operations (\$):   |                              |                                 |
| Investment income-net  | 89,386                       | 75,795                          |
| Net realized gain (loss) on investments                                    | 1,122,428                    | 878,688                         |
| Net unrealized appreciation<br>(depreciation) on investments               | (184,710)                    | 332,455                         |
| Net Increase (Decrease) in Net Assets<br>Resulting from Operations         | 1,027,104                    | 1,286,938                       |
| Dividends to Shareholders from (\$):                                       |                              |                                 |
| Investment income-net:   |                              |                                 |
| Initial shares   | (57,027)                     | (44,227)                        |
| Service shares   | (16,131)                     | (11,460)                        |
| Total Dividends  | (73,158)                     | (55,687)                        |
| Beneficial Interest Transactions (\$):                                     |                              |                                 |
| Net proceeds from shares sold:   |                              |                                 |
| Initial shares   | 1,105,422                    | 1,728,396                       |
| Service shares   | 456,326                      | 371,568                         |
| Dividends reinvested:  |                              |                                 |
| Initial shares   | 57,027                       | 44,227                          |
| Service shares   | 16,131                       | 11,460                          |
| Cost of shares redeemed:   |                              |                                 |
| Initial shares   | (1,091,628)                  | (1,988,891)                     |
| Service shares   | (807,312)                    | (765,231)                       |
| Increase (Decrease) in Net Assets from<br>Beneficial Interest Transactions | (264,034)                    | (598,471)                       |
| Total Increase (Decrease) in Net Assets                                    | 689,912                      | 632,780                         |
| Net Assets (\$):   |                              |                                 |
| Beginning of Period  | 10,360,696                   | 9,727,916                       |
| End of Period  | 11,050,608                   | 10,360,696                      |
| Undistributed investment income-net  | 89,361                       | 73,133                          |
|  |                              |                                 |

|   | Six Months Ended<br>June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
|---|--|---------------------------------|
| Capital Share Transactions:                   |  |                                 |
| Initial Shares                                |  |                                 |
| Shares sold                                   | 62,446   | 117,732                         |
| Shares issued for dividends reinvested        | 3,213  | 3,090                           |
| Shares redeemed                               | (62,037)   | (132,803)                       |
| Net Increase (Decrease) in Shares Outstanding | 3,622  | (11,981)                        |
| Service Shares                                |  |                                 |
| Shares sold                                   | 26,116   | 24,455                          |
| Shares issued for dividends reinvested        | 908  | 801                             |
| Shares redeemed                               | (45,008)   | (52,793)                        |
| Net Increase (Decrease) in Shares Outstanding | (17,984)   | (27,537)                        |

## FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Six Mont                         | hs Ended                   |       |       |          |         |         |
|----------------------------------|----------------------------|-------|-------|----------|---------|---------|
| June                             | e 30, 2006 Year Ended Dece |       |       | mber 31, |         |         |
| Initial Shares (U                | Inaudited)                 | 2005  | 2004  | 2003     | 2002    | 2001    |
| Per Share Data (\$):             |                            |       |       |          |         |         |
| Net asset value,                 |                            |       |       |          |         |         |
| beginning of period              | 16.36                      | 14.46 | 11.83 | 8.72     | 11.97   | 17.00   |
| Investment Operations:           |                            |       |       |          |         |         |
| Investment income (loss)—netª    | .14                        | .12   | .08   | .06      | .01     | (.02)   |
| Net realized and unrealized      |                            |       |       |          |         |         |
| gain (loss) on investments       | 1.46                       | 1.86  | 2.61  | 3.06     | (3.26)  | (5.00)  |
| Total from Investment Operations | 1.60                       | 1.98  | 2.69  | 3.12     | (3.25)  | (5.02)  |
| Distributions:                   |                            |       |       |          |         |         |
| Dividends from                   |                            |       |       |          |         |         |
| investment income-net            | (.11)                      | (.08) | (.06) | (.01)    | -       | (.01)   |
| Net asset value, end of period   | 17.85                      | 16.36 | 14.46 | 11.83    | 8.72    | 11.97   |
| Total Return (%)                 | 9.81 <sup>b</sup>          | 13.80 | 22.85 | 35.81    | (27.15) | (29.56) |
| Ratios/Supplemental Data (%):    |                            |       |       |          |         |         |
| Ratio of total expenses          |                            |       |       |          |         |         |
| to average net assets            | 1.06 <sup>b</sup>          | 1.82  | 2.11  | 2.41     | 2.01    | 2.22    |
| Ratio of net expenses            |                            |       |       |          |         |         |
| to average net assets            | .74 <sup>b</sup>           | 1.49  | 1.49  | 1.50     | 1.50    | 1.50    |
| Ratio of net investment income   |                            |       |       |          |         |         |
| (loss) to average net assets     | .80 <sup>b</sup>           | .79   | .64   | .66      | .06     | (.13)   |
| Portfolio Turnover Rate          | 43.57 <sup>b</sup>         | 62.51 | 90.61 | 145.42   | 226.63  | 201.61  |
| Net Assets, end of period        |                            |       |       |          |         |         |
| (\$ x 1,000)                     | 8,900                      | 8,096 | 7,329 | 6,483    | 5,103   | 9,099   |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

| Six Mon                                   | ths Ended          |       |       |            |          |         |
|---|--------------------|-------|-------|------------|----------|---------|
| June                                      | 30, 2006           |       | Year  | Ended Dece | mber 31, |         |
| Service Shares (1                         | Jnaudited)         | 2005  | 2004  | 2003       | 2002     | 2001    |
| Per Share Data (\$):                      |                    |       |       |            |          |         |
| Net asset value,                          |                    |       |       |            |          |         |
| beginning of period                       | 16.37              | 14.46 | 11.84 | 8.72       | 11.98    | 17.00   |
| Investment Operations:                    |                    |       |       |            |          |         |
| Investment income (loss)–netª             | .14                | .11   | .08   | .06        | .01      | (.06)   |
| Net realized and unrealized               |                    |       |       |            |          |         |
| gain (loss) on investments                | 1.46               | 1.88  | 2.60  | 3.07       | (3.27)   | (4.95)  |
| Total from Investment Operations          | 1.60               | 1.99  | 2.68  | 3.13       | (3.26)   | (5.01)  |
| Distributions:                            |                    |       |       |            |          |         |
| Dividends from                            |                    |       |       |            |          |         |
| investment income-net                     | (.11)              | (.08) | (.06) | (.01)      | -        | (.01)   |
| Net asset value, end of period            | 17.86              | 16.37 | 14.46 | 11.84      | 8.72     | 11.98   |
| Total Return (%)                          | 9.81 <sup>b</sup>  | 13.87 | 22.74 | 35.92      | (27.21)  | (29.50) |
| Ratios/Supplemental Data (%):             |                    |       |       |            |          |         |
| Ratio of total expenses                   |                    |       |       |            |          |         |
| to average net assets                     | 1.18 <sup>b</sup>  | 2.05  | 2.36  | 2.66       | 2.26     | 2.55    |
| Ratio of net expenses                     |                    |       |       |            |          |         |
| to average net assets                     | .74 <sup>b</sup>   | 1.49  | 1.49  | 1.50       | 1.50     | 1.50    |
| Ratio of net investment income            |                    |       |       |            |          |         |
| (loss) to average net assets              | .77 <sup>b</sup>   | .75   | .61   | .64        | .05      | (.46)   |
| Portfolio Turnover Rate                   | 43.57 <sup>b</sup> | 62.51 | 90.61 | 145.42     | 226.63   | 201.61  |
| Net Assets, end of period<br>(\$ x 1,000) | 2,150              | 2,264 | 2,399 | 2,085      | 1,602    | 1,504   |
| (\$ A 1,000)                              | 2,150              | 2,204 | 2,555 | 2,005      | 1,002    | -,50+   |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an openend management investment company, operating as a series company currently offering nine series, including the Founders International Equity Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to provide long-term growth of capital. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. Dreyfus is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial"). Founders Asset Management LLC ("Founders") serves as the portfolio's sub-investment adviser. Founders is a wholly-owned subsidiary of Dreyfus Service Corporation, which is a wholly-owned subsidiary of Dreyfus.

Dreyfus Service Corporation (the "Distributor") is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sales price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices, except for open short positions, where the asked price is used for valuation purposes. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price. Forward currency exchange contracts are valued at the forward rate. Investments denominated in foreign currencies are translated to U.S. dollars at the prevailing rates of exchange.

(b) Foreign currency transactions: The portfolio does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss on investments.

Net realized foreign exchange gains or losses arise from sales and maturities of short-term securities, sales of foreign currencies, currency gains or losses realized on securities transactions and the difference between the amounts of dividends, interest and foreign withholding taxes recorded on the portfolio's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains or losses arise from changes in the value of assets and liabilities other than investments in securities resulting from changes in exchange rates. Such gains and losses are included with net realized and unrealized gain or loss on investments.

(c) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits as an expense offset in the Statement of Operations.

(d) Affiliated issuers: Investments in other investment companies advised by Dreyfus are defined as "affiliated" in the Act.

(e) Dividends to shareholders: Dividends are recorded on the ex-dividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles.

(f) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The portfolio has an unused capital loss carryover of \$ 4,949,713 available for federal income tax purposes to be applied against future net securities profits, if any, realized subsequent to December 31, 2005. If not applied, \$1,947,385 of the carryover expires in fiscal 2009, \$1,508,081 expires in fiscal 2010 and \$1,494,247 expires in fiscal 2011.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005, were as follows: ordinary income \$55,687. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$350 million redemption credit facility (the "Facility") to be utilized for temporary or emergency purposes, including the financing of redemptions. In connection therewith, the portfolio has agreed to pay commitment fees on its pro rata portion of the Facility. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowings. During the period ended June 30, 2006, the portfolio did not borrow under the Facility.

# NOTE 3–Investment Advisory Fee, Sub-Investment Advisory Fee and Other Transactions with Affiliates:

(a) Pursuant to an Investment Advisory Agreement with Dreyfus, the investment advisory fee is computed at the annual rate of 1% of the value of the portfolio's average daily net assets and is payable monthly.

Dreyfus has agreed, from January 1, 2006 to December 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings, commitment fees and extraordinary expenses, exceed 1.50% of the value of the average daily net assets of their class. During the period ended June 30, 2006, Dreyfus waived receipt of fees and assumed expenses of the portfolio of \$38,682, pursuant to the undertaking.

Pursuant to a Sub-Investment Advisory Agreement between Dreyfus and Founders, the sub-investment advisory fee is payable monthly by Dreyfus, and is based upon the value of the portfolio's average daily net assets, computed at the following annual rates:

#### Average Net Assets

| 0 to \$100 million           | .35% |
|------------------------------|------|
| \$100 million to \$1 billion | .30% |
| \$1 billion to \$1.5 billion | .26% |
| In excess of \$1.5 billion   | .20% |

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$2,970 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of Dreyfus, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$25 pursuant to the transfer agency agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$8,908, chief compliance officer fees \$1,926, Rule 12b-1 distribution plan fees \$437 and transfer agency per account fees \$9, which are offset against an expense reimbursement currently in effect in the amount of \$5,349.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each portfolio based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by Dreyfus.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities and financial futures, during the period ended June 30, 2006, amounted to \$4,738,575 and \$5,022,913, respectively.

The portfolio may invest in financial futures contracts in order to gain exposure to or protect against changes in the market. The portfolio is exposed to market risk as a result of changes in the value of the underlying financial instruments. Investments in financial futures require the portfolio to "mark to market" on a daily basis, which reflects the change in market value of the contracts at the close of each day's trading. Accordingly, variation margin payments are received or made to reflect daily unrealized gains or losses. When the contracts are closed, the portfolio recognizes a realized gain or loss. These investments require initial margin deposits with a broker, which consist of cash or cash equivalents. The amount of these deposits is determined by the exchange or Board of Trade on which the contract is traded and is subject to change. Contracts open at June 30, 2006, are set forth in the Statement of Financial Futures.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$2,394,125, consisting of \$2,511,146 gross unrealized appreciation and \$117,021 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

# For More Information

Dreyfus Investment Portfolios, Founders International Equity Portfolio 200 Park Avenue

New York, NY 10166

#### Investment Adviser

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Sub-Investment Adviser

Founders Asset Management LLC 210 University Boulevard Suite 800 Denver, CO 80206

#### Custodian

The Bank of New York One Wall Street New York, NY 10286

Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



# Dreyfus Investment Portfolios, MidCap Stock Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

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# Dreyfus Investment Portfolios, MidCap Stock Portfolio The Portfolio



#### LETTER FROM THE CHAIRMAN

#### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, MidCap Stock Portfolio, covering the sixmonth period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

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Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



# DISCUSSION OF PERFORMANCE

John O'Toole, Portfolio Manager

#### How did Dreyfus Investment Portfolios, MidCap Stock Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, the portfolio's Initial shares produced a total return of 4.71%, and its Service shares produced a total return of 4.63%.<sup>1</sup> This compares with the total return of 4.24% provided by the portfolio's benchmark, the Standard & Poor's MidCap 400 Index (the "S&P 400"), for the same period.<sup>2</sup>

We attribute these results to continued U.S. economic growth in the face of high energy prices, mounting inflationary pressures and rising short-term interest rates. The stock market responded favorably to these conditions during the first four months of the reporting period before retreating in response to investor concerns in May and June. Midcap stocks outperformed their large-cap counterparts and slightly underperformed small-cap stocks. The portfolio shared in the midcap market's gains, delivering slightly better performance than its benchmark on the strength of good individual stock selections in the health care and consumer cyclical sectors.

#### What is the portfolio's investment approach?

The portfolio normally invests at least 80% of its assets in growth and value stocks of midsize companies, which are chosen through a disciplined process that combines computer modeling techniques, fundamental analysis and risk management.

In selecting securities, our investment team uses a computer model to identify and rank stocks within an industry or sector, based on:

- *value*, or how a stock is priced relative to its perceived intrinsic worth;
- growth, in this case the sustainability or growth of earnings; and
- *financial profile*, which measures the financial health of the company.

We then use fundamental analysis to select the most attractive of the higher ranked securities, drawing on a variety of sources, including internal as well as Wall Street research and company management. We attempt to manage risk by diversifying across companies and industries, limiting the potential adverse impact from any one stock or industry. The portfolio is structured so that its sector weightings and risk characteristics, such as growth, size, quality and yield, are similar to those of the S&P 400.

#### What other factors influenced the portfolio's performance?

The stock market climbed during the first four months of 2006, with the portfolio's benchmark rising nearly 10% from the beginning of January through early May. However, the market later gave up those gains, moving into negative territory by early June over concerns that economic growth might slow during the second half of 2006. A continuing flow of favorable economic news enabled the market to bounce back during the final weeks of June, enabling midcap stocks to post positive absolute returns for the reporting period overall.

Although the portfolio failed to match the market's gains during the first few months of 2006, it more than made up the difference during the second half of the reporting period. Individual stock selections proved to be particularly strong in the health care sector. Magellan Health Services, which expanded its focus into new, specialized health markets, and Laboratory Corporation of America Holdings, one of the nation's largest clinical labs, which reported strong financial results both helped the portfolio's performance. The portfolio also gained ground on its benchmark in the consumer cyclical sector as a result of good stock selections. Key holdings included American Eagle Outfitters, an apparel retailer that effectively targeted the youth market, and Choice Hotels International, which benefited from a boom in personal and business travel. Notably strong holdings in other areas included freight transportation service provider C.H. Robinson Worldwide and software systems developer Transactions Systems Architects.

On the other hand, a few stocks detracted from the portfolio's performance compared to the benchmark. Most significant of these were two energy holdings, independent oil and gas developer Pioneer Natural Resources and offshore drilling services provider ENSCO International. Both stocks retreated after posting sharp gains during the prior reporting period. In other areas, homebuilder NVR was hurt by a slowdown in housing starts prompted by rising interest rates, and poultry producer Pilgrim's Pride was undermined by consumers' avian flu concerns, leading us to sell the portfolio's position in the stock.

#### What is the portfolio's current strategy?

We believe the stock market, particularly in the midcap area, could prove vulnerable to slowing U.S. economic growth. In light of this concern, we are emphasizing companies that we believe offer greater predictability with regard to future revenue and earning prospects, and have the potential to deliver consistently positive financial results under a variety of economic conditions. At the same time, we are maintaining our disciplined midcap focus and a sector-neutral investment approach.

July 17, 2006

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, MidCap Stock Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an agreement in effect through December 31, 2006, at which time it may be extended, terminated or modified. Had these expenses not been absorbed, the portfolio's returns would have been lower.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects reinvestment of dividends and, where applicable, capital gain distributions. The Standard & Poor's MidCap 400 Index is a widely accepted, unmanaged total return index measuring the performance of the midsize-company segment of the U.S. market.

# UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, MidCap Stock Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 4.01        | \$ 4.67        |  |
| Ending value (after expenses) | \$1,047.10     | \$1,046.30     |  |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |  |
|-------------------------------|----------------|----------------|--|
| Expenses paid per \$1,000+    | \$ 3.96        | \$ 4.61        |  |
| Ending value (after expenses) | \$1,020.88     | \$1,020.23     |  |

*†* Expenses are equal to the portfolio's annualized expense ratio of .79% for Initial shares and .92% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

## STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-99.1%          | Shares                | Value (\$) |
|------------------------------|-----------------------|------------|
| Consumer Cyclical=10.5%      | Sildies               | Value (\$) |
| Abercrombie & Fitch, Cl. A   | 66,800                | 3,702,724  |
| American Eagle Outfitters    | 143,250               | 4,876,230  |
| Barnes & Noble               | 70,500                | 2,573,250  |
| CDW                          | 42,300 a              | 2,311,695  |
| Choice Hotels International  | 54,500                | 3,302,700  |
| Continental Airlines, Cl. B  | 59,500 a,b            | 1,773,100  |
| Dick's Sporting Goods        | 67,400 b              | 2,669,040  |
| Domino's Pizza               | 81,900 a              | 2,026,206  |
| Dress Barn                   | 110,300 b             | 2,796,105  |
| GameStop, Cl. A              | 79,850 <sup>a,b</sup> | 3,353,700  |
| Longs Drug Stores            | 58,100                | 2,650,522  |
| Men's Wearhouse              | 54,800 a              | 1,660,440  |
| MSC Industrial Direct, Cl. A | 53,600                | 2,549,752  |
| Polo Ralph Lauren            | 39,000                | 2,141,100  |
| Sonic                        | 82,000 b              | 1,704,780  |
| United Auto Group            | 87,400 a              | 1,865,990  |
| Williams-Sonoma              | 90,400                | 3,078,120  |
| World Fuel Services          | 44,300                | 2,024,067  |
|                              |                       | 47,059,521 |
| Consumer Goods-2.9%          |                       |            |
| BorgWarner                   | 36,200                | 2,356,620  |
| HNI                          | 42,700                | 1,936,445  |
| Life Time Fitness            | 40,700 b              | 1,883,189  |
| Speedway Motorsports         | 28,900                | 1,090,686  |
| Thor Industries              | 38,500                | 1,865,325  |
| Toro                         | 44,200                | 2,064,140  |
| Whirlpool                    | 21,400                | 1,768,710  |
|                              |                       | 12,965,115 |
| Consumer Staples-1.5%        |                       |            |
| Hormel Foods                 | 123,900               | 4,601,646  |
| Pepsi Bottling Group         | 72,100                | 2,318,015  |
|                              |                       | 6,919,661  |
| Financial-17.6%              |                       |            |
| American Financial Group/OH  | 91,850                | 3,940,365  |
| AmeriCredit                  | 122,300 b             | 3,414,616  |
| Ameriprise Financial         | 45,300                | 2,023,551  |
|                              |                       |            |

| Common Stocks (continued)          | Shares                | Value (\$) |
|------------------------------------|-----------------------|------------|
| Financial (continued)              |                       |            |
| BancorpSouth                       | 105,300 a             | 2,869,425  |
| BankUnited Financial, Cl. A        | 64,100                | 1,956,332  |
| Cathay General Bancorp             | 73,450                | 2,672,111  |
| CBL & Associates Properties        | 77,700 a              | 3,024,861  |
| City National/Beverly Hills, CA    | 51,800                | 3,371,662  |
| Colonial Properties Trust          | 45,800                | 2,262,520  |
| Comerica                           | 54,200                | 2,817,858  |
| CompuCredit                        | 65,000 <sup>a,b</sup> | 2,498,600  |
| Dime Bancorp (Warrants 12/26/2050) | 19,900 b              | 4,378      |
| Downey Financial                   | 32,600 a              | 2,211,910  |
| Equity One                         | 107,000               | 2,236,300  |
| Fidelity National Financial        | 43,300                | 1,686,535  |
| First American                     | 112,800               | 4,768,056  |
| FirstFed Financial                 | 39,600 a,b            | 2,283,732  |
| Greenhill & Co.                    | 26,500 ª              | 1,610,140  |
| Hanover Insurance Group            | 44,600                | 2,116,716  |
| Mack-Cali Realty                   | 72,200                | 3,315,424  |
| New Plan Excel Realty Trust        | 167,300               | 4,130,637  |
| Public Storage                     | 36,000                | 2,732,400  |
| SEI Investments                    | 83,200                | 4,066,816  |
| Selective Insurance Group          | 42,700 a              | 2,385,649  |
| Sky Financial Group                | 94,500                | 2,231,145  |
| StanCorp Financial Group           | 61,100                | 3,110,601  |
| TCF Financial                      | 81,700                | 2,160,965  |
| Unitrin                            | 55,900                | 2,436,681  |
| WR Berkley                         | 124,200               | 4,238,946  |
|                                    |                       | 78,578,932 |
| Health Care-10.1%                  |                       |            |
| AmerisourceBergen                  | 50,800                | 2,129,536  |
| Beckman Coulter                    | 89,800                | 4,988,390  |
| Henry Schein                       | 61,400 b              | 2,869,222  |
| Hospira                            | 56,300 b              | 2,417,522  |
| IDEXX Laboratories                 | 33,050 b              | 2,483,046  |
| Invitrogen                         | 55,600 b              | 3,673,492  |
| King Pharmaceuticals               | 117,700 b             | 2,000,900  |
| Kos Pharmaceuticals                | 33,800 b              | 1,271,556  |
|                                    |                       |            |

| Common Stocks (continued)            | Shares     | Value (\$) |
|--------------------------------------|------------|------------|
| Health Care (continued)              |            |            |
| Laboratory Corp. of America Holdings | 54,600 b   | 3,397,758  |
| Magellan Health Services             | 69,900 b   | 3,167,169  |
| MGI Pharma                           | 109,000 b  | 2,343,500  |
| Mine Safety Appliances               | 59,900 a   | 2,407,980  |
| Pediatrix Medical Group              | 48,400 b   | 2,192,520  |
| Sepracor                             | 63,100 a,b | 3,605,534  |
| St. Jude Medical                     | 51,100 b   | 1,656,662  |
| United Therapeutics                  | 25,600 b   | 1,478,912  |
| Universal Health Services, Cl. B     | 64,100     | 3,221,666  |
|                                      |            | 45,305,365 |
| Industrial-15.0%                     |            |            |
| Alliant Techsystems                  | 35,800 b   | 2,733,330  |
| Applied Industrial Technologies      | 104,100    | 2,530,671  |
| CH Robinson Worldwide                | 112,500    | 5,996,250  |
| Crane                                | 68,000     | 2,828,800  |
| Cummins                              | 22,000     | 2,689,500  |
| EGL                                  | 45,300 b   | 2,274,060  |
| EMCOR Group                          | 28,200 b   | 1,372,494  |
| Expeditors International             |            |            |
| Washington                           | 93,000     | 5,208,930  |
| Florida Rock Industries              | 38,050     | 1,889,943  |
| Flowserve                            | 43,000 b   | 2,446,700  |
| Genlyte Group                        | 27,800 b   | 2,013,554  |
| Graco                                | 52,400     | 2,409,352  |
| Granite Construction                 | 31,600     | 1,430,532  |
| Joy Global                           | 37,250     | 1,940,353  |
| Manpower                             | 79,400     | 5,129,240  |
| Monster Worldwide                    | 35,400 b   | 1,510,164  |
| NVR                                  | 3,475 a,b  | 1,707,094  |
| Pacer International                  | 69,800     | 2,274,084  |
| Republic Services                    | 96,100     | 3,876,674  |
| Robert Half International            | 32,750     | 1,375,500  |
| Ryder System                         | 56,000     | 3,272,080  |
| Teleflex                             | 33,000     | 1,782,660  |
| Texas Industries                     | 36,900     | 1,959,390  |
| Thomas & Betts                       | 55,500 b   | 2,847,150  |
|                                      |            |            |

| Common Stocks (continued)             | Shares    | Value (\$) |
|---------------------------------------|-----------|------------|
| Industrial (continued)                |           |            |
| Wabtec                                | 36,500    | 1,365,100  |
| Watsco                                | 37,900    | 2,267,178  |
|                                       |           | 67,130,783 |
| Information Services-6.9%             |           |            |
| Catalina Marketing                    | 69,700    | 1,983,662  |
| CheckFree                             | 38,300 b  | 1,898,148  |
| ChoicePoint                           | 63,300 b  | 2,644,041  |
| Cognizant Technology Solutions, Cl. A | 64,650 b  | 4,355,471  |
| Corporate Executive Board             | 37,800    | 3,787,560  |
| Emdeon                                | 160,250 b | 1,988,702  |
| Equifax                               | 71,200    | 2,445,008  |
| Fair Isaac                            | 69,600    | 2,527,176  |
| Global Payments                       | 52,900    | 2,568,295  |
| John H. Harland                       | 44,200    | 1,922,700  |
| Washington Post, Cl. B                | 5,875     | 4,582,559  |
|                                       |           | 30,703,322 |
| Materials-6.9%                        |           |            |
| Airgas                                | 112,100   | 4,175,725  |
| Ashland                               | 43,200    | 2,881,440  |
| Avery Dennison                        | 45,800    | 2,659,148  |
| Celanese, Ser. A                      | 65,400    | 1,335,468  |
| Commercial Metals                     | 106,600   | 2,739,620  |
| HB Fuller                             | 44,400    | 1,934,508  |
| Peabody Energy                        | 150,700   | 8,401,525  |
| Quanex                                | 54,900    | 2,364,543  |
| Temple-Inland                         | 53,100    | 2,276,397  |
| Universal Forest Products             | 30,500    | 1,913,265  |
|                                       |           | 30,681,639 |
| Oil & Gas Producers-8.4%              |           |            |
| Chesapeake Energy                     | 103,050 a | 3,117,262  |
| Cimarex Energy                        | 79,500    | 3,418,500  |
| ENSCO International                   | 91,100    | 4,192,422  |
| Helmerich & Payne                     | 68,900    | 4,151,914  |
| Newfield Exploration                  | 110,800 b | 5,422,552  |
| Oneok                                 | 51,300    | 1,746,252  |
| Patterson-UTI Energy                  | 100,600   | 2,847,986  |
|                                       |           |            |

| Oil & Gas Producers (continued)Pride International135,300 bSouthwestern Energy66,800 bSuperior Energy Services70,300 a,b2,382  | 5,419<br>1,488<br>3,170<br>0,540<br>1,466<br><b>3,971</b><br>5,363 |
|--|--|
| Pride International         135,300 b         4,225           Southwestern Energy         66,800 b         2,085           Superior Energy Services         70,300 a.b         2,385 | 1,488<br>3,170<br>0,540<br>1,466<br><b>3,971</b>                   |
| Southwestern Energy66,800 b2,08Superior Energy Services70,300 a.b2,383   | 1,488<br>3,170<br>0,540<br>1,466<br><b>3,971</b>                   |
| Superior Energy Services 70,300 a,b 2,383  | 3,170<br>0,540<br>1,466<br><b>3,971</b>                            |
|  | 0,540<br>1,466<br><b>3,971</b>                                     |
| Tesoro 26,500 1,970  | 1,466<br><b>3,971</b>  |
|  | 3,971  |
| Unit 39,400 a,b 2,24   |  |
| 37,798   | 5,363  |
| Technology-12.5%   | 5,363  |
| ADTRAN 84,100 1,886  |  |
| Amphenol, Cl. A 69,000 3,86  | 1,240  |
| Arrow Electronics 105,300 b 3,390  | 0,660  |
| BEA Systems 150,900 b 1,975  | 5,281  |
| Cadence Design Systems 188,800 b 3,237   | 7,920  |
| CommScope 81,900 a,b 2,573   | 3,298  |
| Harris 82,300 3,416  | 5,273  |
| Imation 70,700 2,902   | 2,235  |
| Lam Research 127,100 b 5,925   | 5,402  |
| MEMC Electronic Materials 149,400 b 5,602  | 2,500  |
| Microchip Technology 167,400 a 5,616   | 5,270  |
| NCR 45,200 b 1,656   | 5,128  |
| Novellus Systems 86,800 b 2,143  | 3,960  |
| SanDisk 39,900 b 2,034   | 4,102  |
| Sybase 158,300 b 3,07  | 1,020  |
| Transaction Systems Architects 81,100 a,b 3,38   | 1,059  |
| Western Digital 154,800 b 3,066  | 6,588  |
| 55,740   | ),299  |
| Telecommunications5%   |  |
| NII Holdings 37,500 b 2,114  | 4,250  |
| Utilities-6.3%   |  |
| AGL Resources 106,400 4,055  | 5,968  |
| Allegheny Energy         67,400 b         2,498  | 8,518  |
| Mirant 107,700 b 2,886   | 5,360  |
| NRG Energy 54,300 b 2,616  | 5,174  |
| OGE Energy 128,850 4,513   | 3,616  |
|  | 3,970  |
|  | 2,972  |
| WPS Resources         70,200         3,48  | 1,920  |

| Common Stocks (continued)              | Shares       | Value (\$)   |
|--|--------------|--------------|
| Utilities (continued)                  |              |              |
| Xcel Energy                            | 141,300 a    | 2,710,134    |
|  |              | 28,159,632   |
| Total Common Stocks                    |              |              |
| (cost \$412,771,293)                   |              | 443,157,490  |
|  |              |              |
| Other Investment-1.4%                  |              |              |
| Registered Investment Company;         |              |              |
| Dreyfus Institutional Preferred        |              |              |
| Plus Money Market Fund                 |              |              |
| (cost \$6,429,000)                     | 6,429,000 c  | 6,429,000    |
| Investment of Cash Collateral          |              |              |
| for Securities Loaned-10.4%            |              |              |
| Registered Investment Company;         |              |              |
| Dreyfus Institutional Cash             |              |              |
| Advantage Fund                         |              |              |
| (cost \$46,249,828)                    | 46,249,828 c | 46,249,828   |
| Total Investments (cost \$465,450,121) | 110.9%       | 495,836,318  |
|  |              |              |
| Liabilities, Less Cash and Receivables | (10.9%)      | (48,557,329) |
| Net Assets                             | 100.0%       | 447,278,989  |
|  |              |              |

<sup>a</sup> All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$45,437,212 and the total market value of the collateral held by the portfolio is \$46,249,828.

<sup>b</sup> Non-income producing security.

<sup>c</sup> Investment in affiliated money market mutual fund.

#### Portfolio Summary (Unaudited)+

|                          | Value (%) |                      | Value (%) |
|--------------------------|-----------|----------------------|-----------|
| Financial                | 17.6      | Information Services | 6.9       |
| Industrial               | 15.0      | Materials            | 6.9       |
| Technology               | 12.5      | Utilities            | 6.3       |
| Money Market Investments | 11.8      | Consumer Goods       | 2.9       |
| Consumer Cyclical        | 10.5      | Consumer Staples     | 1.5       |
| Health Care              | 10.1      | Telecommunications   | .5        |
| Oil & Gas Producers      | 8.4       |                      | 110.9     |

† Based on net assets.

# STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|  | Cost        | Value       |
|--|-------------|-------------|
| Assets (\$):   |             |             |
| Investments in securities-See Statement                                  |             |             |
| of Investments (including securities on loan,                            |             |             |
| valued at \$45,437,212)–Note 1(b):<br>Unaffiliated issuers               | 412,771,293 | 443,157,490 |
| Affiliated issuers   | 52,678,828  | 52,678,828  |
| Cash   | 02,01 0,020 | 52,678      |
| Receivable for investment securities sold                                |             | 5,771,117   |
| Dividends and interest receivable  |             | 378,549     |
| Receivable for shares of Beneficial Interest subscribed                  |             | 16,211      |
| Prepaid expenses   |             | 15,941      |
|  |             | 502,070,814 |
| Liabilities (\$):  |             |             |
| Due to The Dreyfus Corporation and affiliates-Note 3(b)                  |             | 299,618     |
| Liability for securities on Ioan–Note 1(b)                               |             | 46,249,828  |
| Payable for investment securities purchased                              |             | 7,953,418   |
| Payable for shares of Beneficial Interest redeemed                       |             | 242,241     |
| Interest payable–Note 2  |             | 1,228       |
| Accrued expenses   |             | 45,492      |
|  |             | 54,791,825  |
| Net Assets (\$)  |             | 447,278,989 |
| Composition of Net Assets (\$):  |             |             |
| Paid-in capital  |             | 378,331,395 |
| Accumulated undistributed investment income-net                          |             | 1,005,585   |
| Accumulated net realized gain (loss) on investments                      |             | 37,555,812  |
| Accumulated net unrealized appreciation<br>(depreciation) on investments |             | 30,386,197  |
| Net Assets (\$)  |             | 447,278,989 |
|  |             |             |

|                                | Initial Shares | Service Shares |
|--------------------------------|----------------|----------------|
| Net Assets (\$)                | 358,267,493    | 89,011,496     |
| Shares Outstanding             | 21,203,143     | 5,289,500      |
| Net Asset Value Per Share (\$) | 16.90          | 16.83          |

# STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):   |              |
|---|--------------|
| Income:   |              |
| Cash dividends:   |              |
| Unaffiliated issuers  | 2,736,051    |
| Affiliated issuers  | 70,780       |
| Income from securities lending                                  | 27,574       |
| Total Income  | 2,834,405    |
| Expenses:   |              |
| Investment advisory fee-Note 3(a)                               | 1,716,478    |
| Distribution fees–Note 3(b)                                     | 113,851      |
| Professional fees   | 33,440       |
| Custodian fees-Note 3(b)  | 22,171       |
| Prospectus and shareholders' reports                            | 21,054       |
| Trustees' fees and expenses-Note 3(c)                           | 6,261        |
| Interest expense–Note 2   | 2,566        |
| Shareholder servicing costs-Note 3(b)                           | 1,516        |
| Registration fees   | 530          |
| Miscellaneous   | 5,898        |
| Total Expenses  | 1,923,765    |
| Less-waiver of fees due to undertaking-Note 3(a)                | (55,723)     |
| Net Expenses  | 1,868,042    |
| Investment Income-Net   | 966,363      |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$): |              |
| Net realized gain (loss) on investments                         | 37,588,721   |
| Net unrealized appreciation (depreciation) on investments       | (17,167,279) |
| Net Realized and Unrealized Gain (Loss) on Investments          | 20,421,442   |
| Net Increase in Net Assets Resulting from Operations            | 21,387,805   |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended |                   |
|--|------------------|-------------------|
|  | June 30, 2006    | Year Ended        |
|  | (Unaudited)      | December 31, 2005 |
| Operations (\$):   |                  |                   |
| Investment income-net  | 966,363          | 1,678,973         |
| Net realized gain (loss) on investments                            | 37,588,721       | 72,458,985        |
| Net unrealized appreciation  | (17.1(7.270)     |                   |
| (depreciation) on investments                                      | (17,167,279)     | (35,672,859)      |
| Net Increase (Decrease) in Net Assets<br>Resulting from Operations | 21,387,805       | 38,465,099        |
| Dividends to Shareholders from (\$):                               | 21,301,003       | 30,403,099        |
| Investment income-net:   |                  |                   |
| Initial shares   | (1,362,755)      | (105,741)         |
| Service shares   | (160,836)        | -                 |
| Net realized gain on investments:                                  | (                |                   |
| Initial shares   | (58,101,236)     | (1,407,926)       |
| Service shares   | (14,498,194)     | (339,127)         |
| Total Dividends  | (74,123,021)     | (1,852,794)       |
| Beneficial Interest Transactions (\$):                             |                  |                   |
| Net proceeds from shares sold:                                     |                  |                   |
| Initial shares   | 15,290,607       | 33,046,475        |
| Service shares   | 4,311,654        | 11,856,989        |
| Dividends reinvested:  |                  |                   |
| Initial shares   | 59,463,991       | 1,513,667         |
| Service shares   | 14,659,030       | 339,127           |
| Cost of shares redeemed:   |                  |                   |
| Initial shares   | (37,102,512)     | (46,371,291)      |
| Service shares   | (8,661,927)      | (11,602,504)      |
| Increase (Decrease) in Net Assets from                             |                  |                   |
| Beneficial Interest Transactions                                   | 47,960,843       | (11,217,537)      |
| Total Increase (Decrease) in Net Assets                            | (4,774,373)      | 25,394,768        |
| Net Assets (\$):   |                  |                   |
| Beginning of Period  | 452,053,362      | 426,658,594       |
| End of Period  | 447,278,989      | 452,053,362       |
| Undistributed investment income-net                                | 1,005,585        | 1,562,813         |

|   | Six Months Ended<br>June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
|---|--|---------------------------------|
| Capital Share Transactions:                   |  |                                 |
| Initial Shares                                |  |                                 |
| Shares sold                                   | 847,927  | 1,864,146                       |
| Shares issued for dividends reinvested        | 3,435,239  | 87,850                          |
| Shares redeemed                               | (2,020,199)                                      | (2,589,219)                     |
| Net Increase (Decrease) in Shares Outstanding | 2,262,967  | (637,223)                       |
| Service Shares                                |  |                                 |
| Shares sold                                   | 233,300  | 668,722                         |
| Shares issued for dividends reinvested        | 849,799  | 19,751                          |
| Shares redeemed                               | (476,299)  | (655,124)                       |
| Net Increase (Decrease) in Shares Outstanding | 606,800  | 33,349                          |

### FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Cin Ma                                    | atha Eadad                |         |         |              |          |         |
|---|---------------------------|---------|---------|--------------|----------|---------|
|   | nths Ended<br>ne 30, 2006 |         | Vea     | - Ended Dece | omber 31 |         |
|   | Unaudited)                | 2005    | 2004    | 2003         | 2002     | 2001    |
| Per Share Data (\$):                      |                           |         |         |              |          |         |
| Net asset value,                          |                           |         |         |              |          |         |
| beginning of period                       | 19.15                     | 17.62   | 15.82   | 12.04        | 13.80    | 14.29   |
| Investment Operations:                    |                           |         |         |              |          |         |
| Investment income–netª                    | .04                       | .08     | .07     | .04          | .04      | .03     |
| Net realized and unrealized               |                           |         |         |              |          |         |
| gain (loss) on investments                | .94                       | 1.53    | 2.22    | 3.78         | (1.76)   | (.50)   |
| Total from Investment Operations          | .98                       | 1.61    | 2.29    | 3.82         | (1.72)   | (.47)   |
| Distributions:                            |                           |         |         |              |          |         |
| Dividends from investment                 |                           |         |         |              |          |         |
| income-net                                | (.07)                     | (.01)   | (.07)   | (.04)        | (.04)    | (.02)   |
| Dividends from net realized               |                           |         |         |              |          |         |
| gain on investments                       | (3.16)                    | (.07)   | (.42)   | -            | -        | -       |
| Total Distributions                       | (3.23)                    | (.08)   | (.49)   | (.04)        | (.04)    | (.02)   |
| Net asset value, end of period            | 16.90                     | 19.15   | 17.62   | 15.82        | 12.04    | 13.80   |
| Total Return (%)                          | 4.71 <sup>b</sup>         | 9.17    | 14.48   | 31.72        | (12.49)  | (3.26)  |
| Ratios/Supplemental Data (%):             |                           |         |         |              |          |         |
| Ratio of total expenses                   |                           |         |         |              |          |         |
| to average net assets                     | .39 <sup>b</sup>          | .79     | .78     | .82          | .85      | .89     |
| Ratio of net expenses                     |                           |         |         |              |          |         |
| to average net assets                     | .39b                      | .79     | .78     | .82          | .85      | .89     |
| Ratio of net investment income            |                           |         |         |              |          |         |
| to average net assets                     | .22b                      |         | .43     | .32          | .32      | .24     |
| Portfolio Turnover Rate                   | 79.04 <sup>b</sup>        | 99.27   | 79.75   | 74.15        | 69.15    | 76.37   |
| Net Assets, end of period<br>(\$ x 1,000) | 358,267                   | 362,789 | 344,979 | 302,253      | 218,387  | 181,028 |
|   |                           |         |         |              |          |         |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

| Six Mo  | nths Ended         |        |        |             |          |        |
|---|--------------------|--------|--------|-------------|----------|--------|
| Jur   | ie 30, 2006        |        | Year   | Ended Decei | mber 31, |        |
| Services Shares   | Unaudited)         | 2005   | 2004   | 2003        | 2002     | 2001   |
| Per Share Data (\$):                                      |                    |        |        |             |          |        |
| Net asset value,<br>beginning of period                   | 19.06              | 17.57  | 15.77  | 12.02       | 13.78    | 14.29  |
| Investment Operations:                                    | 19.00              | 11.51  | 13.11  | 12.02       | 15.70    | 14.29  |
| Investment income-net <sup>a</sup>                        | .03                | .04    | .04    | .02         | .02      | .01    |
| Net realized and unrealized<br>gain (loss) on investments | .94                | 1.52   | 2.21   | 3.75        | (1.75)   | (.50)  |
| Total from Investment Operations                          |                    | 1.56   | 2.21   | 3.75        | (1.73)   | (.30)  |
| Distributions:  | .97                | 1.50   | 2.25   | 5.11        | (1.75)   | (.49)  |
| Dividends from investment                                 |                    |        |        |             |          |        |
| income-net  | (.04)              | -      | (.03)  | (.02)       | (.03)    | (.02)  |
| Dividends from net realized<br>gain on investments        | (3.16)             | (.07)  | (.42)  | _           | _        | _      |
| Total Distributions                                       | (3.20)             | (.07)  | (.45)  | (.02)       | (.03)    | (.02)  |
| Net asset value, end of period                            | 16.83              | 19.06  | 17.57  | 15.77       | 12.02    | 13.78  |
| Total Return (%)  | 4.63 <sup>b</sup>  | 8.93   | 14.23  | 31.48       | (12.64)  | (3.36) |
| Ratios/Supplemental Data (%):                             |                    |        |        |             |          |        |
| Ratio of total expenses to average net assets             | .52 <sup>b</sup>   | 1.04   | 1.03   | 1.06        | 1.10     | 1.17   |
| Ratio of net expenses<br>to average net assets            | .46 <sup>b</sup>   | 1.00   | 1.00   | 1.00        | 1.00     | 1.00   |
| Ratio of net investment income to average net assets      | .16 <sup>b</sup>   | .22    | .22    | .12         | .15      | .07    |
| Portfolio Turnover Rate                                   | 79.04 <sup>b</sup> | 99.27  | 79.75  | 74.15       | 69.15    | 76.37  |
| Net Assets, end of period<br>(\$ x 1,000)                 | 89,011             | 89,264 | 81,680 | 58,224      | 18,320   | 9,764  |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an open-end management investment company, operating as a series company currently offering nine series, including the MidCap Stock Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to provide investment results that are greater than the total return performance of publicly-traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400 Index. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. The Manager is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial").

Dreyfus Service Corporation (the "Distributor"), a wholly-owned subsidiary of the Manager, is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sales price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices, except for open short positions, where the asked price is used for valuation purposes. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price.

(b) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits, if any, as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of the Manager, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by the Manager. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(c) Affiliated issuers: Investments in other investment companies advised by the Manager are defined as "affiliated" in the Act.

(d) Dividends to shareholders: Dividends are recorded on the exdividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, if any, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles.

(e) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005 were as follows: ordinary income \$105,741 and long-term capital gains \$1,747,053. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$100 million unsecured line of credit primarily to be utilized for temporary or emergency purposes, including the financing of redemptions. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing.

The average daily amount of borrowings outstanding under the line of credit during the period ended June 30, 2006, was approximately \$93,000, with a related weighted average annualized interest rate of 5.57%.

# NOTE 3-Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement with the Manager, the investment advisory fee is computed at the annual rate of .75% of the value of the portfolio's average daily net assets and is payable monthly.

The Manager had agreed, from January 1, 2006 to January 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of taxes, brokerage fees, interest on borrowings and extraordinary expenses, exceed 1% of the value of the average daily net assets of their class. The Manager has agreed from February 1, 2006 to July 31, 2006, to waive receipt of its fees and/or assume the expenses of the portfolio so that the expenses of neither class, exclusive of certain expenses as described above, exceed .90% of the value of the average daily net assets of their class. During the period ended June 30, 2006, the Manager waived receipt of fees of \$55,723, pursuant to the undertakings.

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$113,851 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of the Manager, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$410 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of the Manager, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$22,171 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$267,390, Rule 12b-1 distribution plan fees \$17,878, custodian fees \$17,990, chief compliance officer fees \$1,926 and transfer agency per account fees \$192, which are offset against an expense reimbursement currently in effect in the amount of \$5,758.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by the Manager.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities, during the period ended June 30, 2006, amounted to \$361,463,774 and \$380,587,435, respectively.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$30,386,197, consisting of \$43,454,321 gross unrealized appreciation and \$13,068,124 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

#### INFORMATION ABOUT THE REVIEW AND APPROVAL OF THE PORTFOLIO'S INVESTMENT ADVISORY AGREEMENT (Unaudited)

At a meeting of the Board of Trustees of Dreyfus Investment Portfolios (the "Company") held on January 26, 2006, the Board considered the re-approval, through its annual renewal date of August 31, 2006, of the portfolio's Investment Advisory Agreement, pursuant to which The Dreyfus Corporation (the "Manager") provides the portfolio with investment advisory and administrative services. The Board members, none of whom are "interested persons" (as defined in the Investment Company Act of 1940, as amended) of the Company, were assisted in their review by independent legal counsel and met with counsel in executive session separate from representatives of the Manager.

Analysis of Nature, Extent and Quality of Services Provided to the Portfolio. The Board members considered information previously provided to them in a presentation from representatives of the Manager at the July 12-13, 2005 Board meeting (the "July Meeting") regarding services provided to the portfolio and other funds in the Dreyfus fund complex, and representatives of the Manager confirmed that there had been no material changes in this information. The Board also discussed the nature, extent and quality of the services provided to the portfolio pursuant to the portfolio's Investment Advisory Agreement. The Manager's representatives reviewed the portfolio's distribution of accounts and the Board members also referenced information provided and discussions at the July Meeting regarding the relationships the Manager has with various intermediaries and the different needs of each. The Board members noted that the portfolio's shares are offered only to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The Manager's representatives noted the diversity of distribution among the funds in the Dreyfus fund complex, and the Manager's corresponding need for broad, deep and diverse resources to be able to provide ongoing shareholder services to each distribution channel, including that of the portfolio. The Board also reviewed the number of shareholder accounts in the portfolio, as well as the portfolio's asset size.

The Board members also considered the Manager's research and portfolio management capabilities and that the Manager also provides oversight of day-to-day portfolio operations, including portfolio accounting and administration and assistance in meeting legal and regulatory requirements. The Board members also considered the Manager's extensive administrative, accounting and compliance infrastructure.

Comparative Analysis of the Portfolio's Performance, Investment Advisory Fee and Expense Ratios. The Board members reviewed the portfolio's performance, advisory fee and expense ratios and placed significant emphasis on comparisons to two groups of comparable funds and to Lipper averages (with respect to performance only). The Manager's representatives advised the Board members that the first comparison group of funds includes funds in the applicable Lipper category that are not subject to a Rule 12b-1 plan (collectively, "Comparison Group I") and that the second comparison group of funds includes funds in the applicable Lipper category that are subject to a Rule 12b-1 plan (collectively, "Comparison Group II"). Each group of comparable funds was previously approved by the Board for this purpose, and was prepared using a Board-approved selection methodology that was based, in part, on selecting non-affiliated funds reported in the same Lipper category as the portfolio. The Board members did not rely on comparisons to Lipper averages with respect to the portfolio's expense ratios because the average expense ratio of the applicable Lipper category for variable insurance products reflects not only expenses of mutual funds offered to fund variable annuity contracts and variable life insurance policies but also expenses of the separate accounts in which this type of mutual fund is offered.

The Board members discussed the results of the comparisons for various periods ended November 30, 2005, and it was noted that the total return performance of the portfolio's Initial shares (which are not subject to a Rule 12b-1 plan) was below the averages of Comparison Group I for the one-, three- and five-year periods, and that the total return performance of the portfolio's Service shares (which are subject to a Rule 12b-1 plan) was below the averages of Comparison Group II for the one- and three-year periods and was above the average of Comparison Group II for the five-year period. It was noted that the five-year total return performance of the portfolio's Service shares reflects the performance of the portfolio's Initial shares prior to December 31,2000 (at which time the portfolio began offering Service shares) and reflects the performance of the portfolio's Service shares thereafter. The Board members noted that the portfolio's performance was improving and that the Manager had reassessed the factors included in the model used for selecting stocks for the portfolio's Initial shares and Service shares was below the Comparison Group I and Comparison Group II Lipper category averages, respectively, for the one-, three- and five-year periods.

The Board members also discussed the portfolio's expense ratios, noting that the expense ratio of the portfolio's Initial shares was lower than the average expense ratio of Comparison Group I and that the current fee waiver and expense reimbursement arrangement undertaken by the Manager had caused the expense ratio of the portfolio's Service shares to be comparable to the average expense ratio of Comparison Group II. The Board reviewed the range of management fees in each comparison group, noting several funds having the same or higher management fees than the portfolio. The Board members also considered the Manager's contractual undertaking for the portfolio in effect through December 31, 2006. They requested that the Manager waive additional amounts with respect to the portfolio, until July 31, 2006, so that the expenses of neither class of the portfolio's shares (excluding taxes, brokerage commissions, extraordinary expenses, interest expenses and commitment fees on borrowings) exceed 0.90% (versus 1.00% under the former waiver), and the Manager agreed to that request.

Representatives of the Manager reviewed with the Board members the fees paid to the Manager or its affiliates by mutual funds managed by the Manager or its affiliates with similar investment objectives, policies and strategies as the portfolio (the "Similar Funds"), and by other accounts managed or sub-advised by the Manager or its affiliates with similar investment objectives, policies and strategies as the portfolio (collectively with the Similar Funds, the "Similar Accounts"). The Manager's representatives explained the nature of the Similar Accounts and the differences, from the Manager's perspective, in management of the Similar Accounts as compared to managing and providing services to the portfolio. The Manager's representatives also reviewed the costs associated with distribution through intermediaries. The Board analyzed the differences in fees paid to the Manager and discussed the relationship of the advisory fees paid in light of the Manager's performance and the services provided; it was noted that the Similar Funds generally had management fees that were comparable to the fee borne by the portfolio or reflected the pricing of a "unitary fee" fund or a fund that imposes a separate administration fee. The Board members considered the relevance of the fee information provided for the Similar Accounts managed by the Manager to evaluate the appropriateness and reasonableness of the portfolio's advisory fees. The Board acknowledged that differences in fees paid by the Similar Accounts seemed to be consistent with the services provided.

Analysis of Profitability and Economies of Scale. The Manager's representatives reviewed the dollar amount of expenses allocated and profit received by the Manager and the method used to determine such expenses and profit. The Board considered information, previously provided and discussed, prepared by an independent consulting firm regarding the Manager's approach to allocating costs to, and determining the profitability of, individual funds and the entire Dreyfus mutual fund complex. The Board members also considered that the methodology had been reviewed by an independent registered public accounting firm which, like the consultant, found the methodology to be reasonable. The consulting firm also analyzed where any economies of scale might emerge in connection with the management of the portfolio. The Board members evaluated the analysis in light of the relevant circumstances for the portfolio, and the extent to which economies of scale would be realized as the portfolio grows and whether fee levels reflect these economies of scale for the benefit of portfolio investors. The Board noted that it appeared that the benefits of any economies of scale also would be appropriately shared with shareholders through increased investment in fund management and administration resources. The Board members also considered potential benefits to the Manager from acting as investment adviser to the portfolio, including soft dollar arrangements with respect to trading the portfolio's portfolio.

It was noted that the Board members should consider the Manager's profitability with respect to the portfolio as part of their evaluation of whether the fee under the Investment Advisory Agreement bears a reasonable relationship to the mix of services provided by the Manager, including the nature, extent and quality of such services and that discussions of economies of scale historically have been predicated on increasing assets and that, if a portfolio's assets had been decreasing, the extent to which the Manager may have realized any economies of scale would be less. The Board members also discussed the profitability percentage ranges determined by appropriate court cases to be reasonable given the services rendered to investment companies. It was noted that the profitability percentage for managing the portfolio was not unreasonable given the portfolio's overall performance and generally superior service levels provided. The Board also noted the current fee waiver and expense reimbursement arrangement and its effect on the profitability of the Manager.

At the conclusion of these discussions, each Board member expressed the opinion that he or she had been furnished with sufficient information to make an informed business decision with respect to continuation of the portfolio's Investment Advisory Agreement. Based on their discussions and considerations as described above, the Board made the following conclusions and determinations with respect to the portfolio.

- The Board concluded that the nature, extent and quality of the services provided by the Manager to the portfolio are adequate and appropriate.
- While the Board was concerned with the portfolio's total return performance, the Board members noted that the portfolio's short-term performance is improving and the Manager had reassessed the factors included in the model used for selecting stocks for the portfolio.
- The Board concluded that the fee paid to the Manager by the portfolio was reasonable in light of the services provided, comparative performance and expense and advisory fee information, including the Manager's undertaking to waive or reimburse certain fees and expenses, particularly given the Manager's increase in the amount of the waiver pertaining to the portfolio, costs of the services provided and profits to be realized and benefits derived or to be derived by the Manager from its relationship with the portfolio.
- The Board determined that the economies of scale which may accrue to the Manager and its affiliates in connection with the management of the portfolio had been adequately considered by the Manager in connection with the advisory fee rate charged to the portfolio, and that, to the extent in the future it were determined that material economies of scale had not been shared with the portfolio, the Board would seek to have those economies of scale shared with the portfolio.

The Board members considered these conclusions and determinations, along with the information received on a routine and regular basis throughout the year, and, without any one factor being dispositive, the Board determined that re-approval of the portfolio's Investment Advisory Agreement was in the best interests of the portfolio and its shareholders and that the Investment Advisory Agreement would be renewed through its annual renewal date of August 31, 2006. NOTES

# For More Information

Dreyfus Investment Portfolios, MidCap Stock Portfolio 200 Park Avenue New York, NY 10166

#### **Investment Adviser**

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Custodian

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#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



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## Dreyfus Investment Portfolios, Small Cap Stock Index Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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## Dreyfus Investment Portfolios, The Portfolio Small Cap Stock Index Portfolio



#### LETTER FROM THE CHAIRMAN

#### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Small Cap Stock Index Portfolio, covering the six-month period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

Sty - 201 K ...

Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



## DISCUSSION OF PERFORMANCE

Thomas Durante, CFA, Portfolio Manager

#### How did Dreyfus Investment Portfolios, Small Cap Stock Index Portfolio perform relative to its benchmark?

For the six-month period ended June 30, 2006, the portfolio's Service shares produced a total return of 7.46%.<sup>1</sup> In comparison, the Standard & Poor's SmallCap 600 Index ("S&P 600 Index"), the portfolio's benchmark, produced a 7.70% return for the same period.<sup>2,3</sup>

While a growing economy and rising corporate profits helped smallcap stocks produce generally positive results in the early part of the reporting period, stock prices generally fell sharply in May and June due to mounting concerns regarding a potential economic slowdown in the United States. The difference in returns between the portfolio and the S&P 600 Index was primarily due to the portfolio's expenses, sampling strategy and transaction costs.

#### What is the portfolio's investment approach?

The portfolio seeks to match the total return of the S&P 600 Index. To pursue this goal, the portfolio invests in a representative sample of stocks included in the S&P 600 Index and in futures whose performance is related to the S&P 600 Index.

The portfolio's investments are selected by a "sampling" process based on market capitalization, industry representation and other means. By using this sampling process, the portfolio typically will not invest in all 600 stocks in the S&P 600 Index. However, at times, the portfolio may be fully invested in all of the stocks that comprise the S&P 600 Index. Under these circumstances, the portfolio maintains approximately the same weighting for each stock as the S&P 600 Index does.

The S&P 600 Index is composed of 600 domestic stocks with market capitalizations ranging between approximately \$40 million and approximately \$5.2 billion, depending on S&P 600 Index composition. Each stock is weighted by its market capitalization, which means larger companies have greater representation in the S&P 600 Index

than smaller ones. The portfolio may also invest in stock futures as a substitute for the sale or purchase of securities.

#### What other factors influenced the portfolio's performance?

Over the first four months of the reporting period, small-cap stocks posted generally positive returns due to a growing U.S. economy, rising corporate earnings, a stronger labor market and persistently low inflation. Even higher fuel and borrowing costs failed to dampen investor confidence.

However, beginning in May, the U.S. equity markets sold off sharply due to renewed concerns over mounting inflationary pressures, rising shortterm interest rates, moderating growth in consumer spending and a housing-market slowdown. During the downturn, investors shed what they perceived to be riskier investments, including some formerly high-flying small-cap stocks. Instead, investors shifted their attention to larger, better known businesses that offered the potential for more consistent growth rates under a variety of economic conditions. While declines in small-cap stocks in May and June hindered the portfolio's performance, they were not enough to offset earlier gains achieved by the S&P 600 Index.

Energy stocks posted some of the S&P 600 Index's stronger gains for the reporting period, as rising global demand for crude oil and natural gas drove energy-related commodity prices to record levels. What's more, many small-cap energy companies benefited from mergers or acquisitions by larger-cap energy companies seeking to integrate and expand their operations. Smaller energy companies also benefited from contracts to repair damage to oil production and refining facilities in the aftermath of the 2005 Gulf Coast hurricanes.

Gains for the S&P 600 Index were particularly robust in the producer goods sector, which was driven higher by intensifying global demand for heavy machinery, industrial parts, chemicals, metals, construction and freight services. Stocks of steel producers advanced especially strongly due to surging industrial demand from China and India and the benefits of industry consolidation. Within the financials sector, the S&P 600 Index gained value on the strength of real estate investment trusts (REITs). Many of these stocks performed well due to robust commercial real estate and rental apartment markets, despite a slowdown in sales of single-family homes. On the other hand, stocks of many of the home builders in the S&P 600 Index, already hurt by the housing slowdown and higher interest rates, fell sharply during the market correction. Companies that targeted more expensive, higher-end homes were particularly hard-hit. A number of software companies also detracted from the market's performance, primarily due to delays in security-related updates and new video game products. Some computer hardware manufacturers also suffered due to generally lackluster customer demand. Finally, several health care-related technology firms posted negative absolute returns, including companies that manage pharmaceutical sales, track clinical systems, file regulatory information and record patients' medical data.

#### What is the portfolio's current strategy?

Our strategy is to attempt to replicate the returns of the small-cap market as represented by the S&P 600 Index. Accordingly, the percentages of the portfolio's assets invested in each market sector closely approximate its representation in the S&P 600 Index.

July 17, 2006

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Small Cap Stock Index Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns. Return figures provided reflect the absorption of certain portfolio expenses by The Dreyfus Corporation pursuant to an undertaking in effect that may be extended, terminated or modified at any time. Had these expenses not been absorbed, the portfolio's returns would have been lower.
- <sup>2</sup> SOURCE: LIPPER INC. Reflects the reinvestment of dividends and, where applicable, capital gain distributions. The Standard & Poor's SmallCap 600 Index is a broad-based index and a widely accepted, unmanaged index of overall small-cap stock market performance.
- <sup>3</sup> "Standard & Poor's<sup>®</sup>," "S&P<sup>®</sup>," "S&P SmallCap 600" and "Standard & Poor's SmallCap 600" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by the portfolio. The portfolio is not sponsored, endorsed, sold or promoted by Standard & Poor's and Standard & Poor's makes no representation regarding the advisability of investing in the portfolio.

## UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Small Cap Stock Index Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

| Expenses paid per \$1,000+    | \$    | 3.09  |
|-------------------------------|-------|-------|
| Ending value (after expenses) | \$1,0 | 74.60 |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

| Expenses paid per \$1,000 <sup>+</sup> | \$ 3.01    |
|--|------------|
| Ending value (after expenses)          | \$1,021.82 |

*†* Expenses are equal to the portfolio's annualized expense ratio of .60% multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

## STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-99.8%            | Shares                | Value (\$) |
|--------------------------------|-----------------------|------------|
| Consumer Discretionary–14.9%   |                       |            |
| 4Kids Entertainment            | 9,100 a               | 147,511    |
| Aaron Rents                    | 36,800                | 989,184    |
| ADVO                           | 25,850                | 636,168    |
| Arbitron                       | 25,500 b              | 977,415    |
| Arctic Cat                     | 11,200                | 218,512    |
| Ashworth                       | 6,900 a               | 62,100     |
| Audiovox, Cl. A                | 14,500 a,b            | 198,070    |
| Aztar                          | 29,300 ª              | 1,522,428  |
| Bally Total Fitness Holding    | 23,400 <sup>a,b</sup> | 158,652    |
| Bassett Furniture Industries   | 7,700                 | 142,527    |
| Brown Shoe                     | 24,850                | 846,888    |
| Building Material Holding      | 26,300 b              | 732,981    |
| Cato, CI. A                    | 28,450                | 735,432    |
| CEC Entertainment              | 27,750 <sup>a,b</sup> | 891,330    |
| Champion Enterprises           | 61,300 ª              | 676,752    |
| Children's Place Retail Stores | 18,200 a,b            | 1,092,910  |
| Christopher & Banks            | 29,350                | 851,150    |
| Coachmen Industries            | 9,300 b               | 111,042    |
| Cost Plus                      | 13,100 <sup>a,b</sup> | 192,046    |
| СРІ                            | 4,000                 | 122,800    |
| Deckers Outdoor                | 9,300 ª               | 358,608    |
| Dress Barn                     | 38,000 <sup>a,b</sup> | 963,300    |
| Drew Industries                | 11,200 a              | 362,880    |
| Ethan Allen Interiors          | 27,300 b              | 997,815    |
| Finish Line, Cl. A             | 31,300                | 370,279    |
| Fleetwood Enterprises          | 50,900 a              | 383,786    |
| Fossil                         | 39,000 a              | 702,390    |
| Fred's                         | 34,100                | 455,235    |
| Genesco                        | 21,300 <sup>a,b</sup> | 721,431    |
| Group 1 Automotive             | 19,600                | 1,104,264  |
| Guitar Center                  | 20,700 a              | 920,529    |
| Gymboree                       | 26,200 a              | 910,712    |
| Hancock Fabrics/DE             | 3,600                 | 12,024     |
| Haverty Furniture Cos.         | 19,200                | 301,248    |
| Hibbett Sporting Goods         | 30,400 a              | 726,560    |
| HOT Topic                      | 30,770 a              | 354,163    |
|                                |                       |            |

| Common Stocks (continued)<br>Consumer Discretionary (continued) | Shares                | Value (\$) |
|---|-----------------------|------------|
| IHOP  | 16,300                | 783,704    |
| Interface, Cl. A  | 36,300 a              | 415,635    |
| Jack in the Box   | 29,500 a              | 1,156,400  |
| Jakks Pacific   | 21,600 a,b            | 433,944    |
| Jo-Ann Stores   | 12,125 a,b            | 177,631    |
| Jos A Bank Clothiers  | 10,775 a,b            | 258,169    |
| K-Swiss. Cl. A  | 21,600                | 576,720    |
| K2  | 36,100 a              | 394,934    |
| Kellwood  | 22,100                | 646,867    |
| La-Z-Boy  | 41,000 b              | 574,000    |
| Landry's Restaurants  | 12,700                | 412,115    |
| Lenox Group   | 11,300 a              | 80,117     |
| Libbey  | 9,500                 | 69,825     |
| Live Nation   | 53,800 a              | 1,095,368  |
| LKQ   | 38,300 a              | 727,700    |
| Lone Star Steakhouse & Saloon                                   | 16,300                | 427,549    |
| M/I Homes   | 7,700                 | 270,116    |
| Marcus  | 17,800                | 371,664    |
| MarineMax   | 13,600 a,b            | 356,728    |
| Men's Wearhouse   | 43,600                | 1,321,080  |
| Meritage Homes  | 17,600 <sup>a,b</sup> | 831,600    |
| Midas   | 9,500 ª               | 174,800    |
| Monaco Coach  | 22,100 b              | 280,670    |
| Multimedia Games  | 24,700 a              | 250,211    |
| National Presto Industries                                      | 1,600                 | 83,648     |
| Nautilus  | 24,900 b              | 391,179    |
| NVR   | 4,100 a               | 2,014,125  |
| O'Charleys  | 19,900 a,b            | 338,300    |
| Oxford Industries   | 10,900                | 429,569    |
| Panera Bread, Cl. A   | 25,100 ª              | 1,687,724  |
| Papa John's International                                       | 22,100 a              | 733,720    |
| PEP Boys-Manny Moe & Jack                                       | 37,500                | 439,875    |
| PetMed Express  | 17,900 a,b            | 196,363    |
| PF Chang's China Bistro   | 19,900 a,b            | 756,598    |
| Phillips-Van Heusen   | 40,800                | 1,556,928  |
| Pinnacle Entertainment  | 36,600 a              | 1,121,790  |

| Common Stocks (continued)          | Shares                | Value (\$) |
|------------------------------------|-----------------------|------------|
| Consumer Discretionary (continued) |                       |            |
| Polaris Industries                 | 34,500 b              | 1,493,850  |
| Pool                               | 43,925                | 1,916,448  |
| Pre-Paid Legal Services            | 10,100 b              | 348,450    |
| Quiksilver                         | 91,000 a              | 1,108,380  |
| Radio One, Cl. D                   | 60,200 a              | 445,480    |
| Rare Hospitality International     | 27,450 a              | 789,462    |
| Red Robin Gourmet Burgers          | 10,900 a,b            | 463,904    |
| Russ Berrie & Co.                  | 9,800 a               | 120,148    |
| Russell                            | 24,100                | 437,656    |
| Ryan's Restaurant Group            | 33,900 a              | 403,749    |
| Select Comfort                     | 45,950 a,b            | 1,055,471  |
| Shuffle Master                     | 27,850 a,b            | 912,923    |
| Skechers U.S.A., Cl. A             | 21,600 a              | 520,776    |
| Skyline                            | 6,200                 | 265,236    |
| Sonic                              | 70,575 a              | 1,467,254  |
| Sonic Automotive                   | 26,000                | 576,680    |
| Stage Stores                       | 20,200                | 666,600    |
| Stamps.com                         | 15,000 <sup>a,b</sup> | 417,300    |
| Standard Motor Products            | 5,000 b               | 41,700     |
| Standard-Pacific                   | 52,700                | 1,354,390  |
| Steak n Shake                      | 21,200 a              | 320,968    |
| Stein Mart                         | 25,000                | 370,000    |
| Stride Rite                        | 31,500                | 415,485    |
| Sturm Ruger & Co.                  | 13,400 b              | 83,750     |
| Superior Industries International  | 16,700 b              | 305,443    |
| Тоо                                | 27,600 a              | 1,059,564  |
| Tractor Supply                     | 27,700 a              | 1,530,979  |
| Triarc Cos., Cl. B                 | 48,800 b              | 762,744    |
| Tuesday Morning                    | 19,100 b              | 251,165    |
| Universal Technical Institute      | 17,400 a              | 383,148    |
| Vertrue                            | 9,300 a               | 400,179    |
| Winnebago Industries               | 27,400 b              | 850,496    |
| WMS Industries                     | 17,800 <sup>a,b</sup> | 487,542    |
| Wolverine World Wide               | 47,900                | 1,117,507  |
| Zale                               | 38,900 a              | 937,101    |
|                                    |                       | 66,870,416 |

| Common Stocks (continued)     | Shares                | Value (\$) |
|-------------------------------|-----------------------|------------|
| Consumer Staples-4.1%         |                       |            |
| Alliance One International    | 59,400                | 263,736    |
| American Italian Pasta, Cl. A | 18,100 b              | 154,936    |
| Casey's General Stores        | 43,400 b              | 1,085,434  |
| Corn Products International   | 59,700                | 1,826,820  |
| Delta & Pine Land             | 30,600                | 899,640    |
| Flowers Foods                 | 43,000                | 1,231,520  |
| Great Atlantic & Pacific Tea  | 13,200                | 299,904    |
| Hain Celestial Group          | 30,200 a              | 777,952    |
| Hansen Natural                | 10,600 a              | 2,017,922  |
| J & J Snack Foods             | 12,900                | 426,603    |
| Lance                         | 23,300                | 536,366    |
| Longs Drug Stores             | 24,200                | 1,104,004  |
| Nash Finch                    | 12,000 b              | 255,480    |
| NBTY                          | 46,300 ª              | 1,107,033  |
| Peet's Coffee & Tea           | 9,000 a,b             | 271,710    |
| Performance Food Group        | 31,700 a,b            | 963,046    |
| Playtex Products              | 50,800 <sup>a,b</sup> | 529,844    |
| Ralcorp Holdings              | 21,600 a              | 918,648    |
| RC2                           | 16,000 a              | 618,560    |
| Sanderson Farms               | 10,500                | 293,895    |
| Spectrum Brands               | 26,300 <sup>a,b</sup> | 339,796    |
| TreeHouse Foods               | 26,000 a              | 621,140    |
| United Natural Foods          | 31,400 a              | 1,036,828  |
| USANA Health Sciences         | 9,100 a,b             | 344,890    |
| WD-40                         | 14,800                | 496,836    |
|                               |                       | 18,422,543 |
| Energy-9.0%                   |                       |            |
| Atwood Oceanics               | 21,200 a              | 1,051,520  |
| Bristow Group                 | 18,300 a,b            | 658,800    |
| Cabot Oil & Gas               | 38,500                | 1,886,500  |
| CARBO Ceramics                | 14,400                | 707,472    |
| Cimarex Energy                | 67,900                | 2,919,700  |
| Dril-Quip                     | 6,600 a               | 544,104    |
| Frontier Oil                  | 93,800                | 3,039,120  |
| Helix Energy Solutions Group  | 68,800 a              | 2,776,768  |
| Hydril                        | 15,400 a              | 1,209,208  |
| Input/Output                  | 57,000 a,b            | 538,650    |
|                               |                       |            |

| Common Stocks (continued)         | Shares     | Value (\$) |
|-----------------------------------|------------|------------|
| Energy (continued)                |            |            |
| Lone Star Technologies            | 23,400 a   | 1,264,068  |
| Lufkin Industries                 | 11,500     | 683,445    |
| Massey Energy                     | 65,900 b   | 2,372,400  |
| Maverick Tube                     | 30,400 a,b | 1,920,976  |
| NS Group                          | 19,100 a   | 1,052,028  |
| Oceaneering International         | 46,600 a   | 2,136,610  |
| Penn Virginia                     | 14,100     | 985,308    |
| Petroleum Development             | 13,100 a   | 493,870    |
| Remington Oil & Gas               | 20,300 a   | 892,591    |
| SEACOR Holdings                   | 16,400 a   | 1,346,440  |
| St. Mary Land & Exploration       | 44,800 b   | 1,803,200  |
| Stone Energy                      | 20,800 a   | 968,240    |
| Swift Energy                      | 25,000 a   | 1,073,250  |
| Tetra Technologies                | 58,200 a   | 1,762,878  |
| Unit                              | 39,100 a   | 2,224,399  |
| Veritas DGC                       | 29,300 a   | 1,511,294  |
| W-H Energy Services               | 24,200 a   | 1,230,086  |
| World Fuel Services               | 22,600     | 1,032,594  |
|                                   |            | 40,085,519 |
| Financial-15.8%                   |            |            |
| Acadia Realty Trust               | 22,500     | 532,125    |
| Anchor Bancorp Wisconsin          | 15,400 b   | 464,618    |
| Bank Mutual                       | 46,200     | 564,564    |
| BankAtlantic Bancorp, Cl. A       | 34,000     | 504,560    |
| BankUnited Financial, Cl. A       | 29,000     | 885,080    |
| Boston Private Financial Holdings | 28,600 b   | 797,940    |
| Brookline Bancorp                 | 46,400 b   | 638,928    |
| Cash America International        | 25,000     | 800,000    |
| Central Pacific Financial         | 25,000     | 967,500    |
| Chittenden                        | 39,225     | 1,013,966  |
| Colonial Properties Trust         | 37,800 b   | 1,867,320  |
| Community Bank System             | 25,200     | 508,284    |
| Delphi Financial Group, Cl. A     | 35,100     | 1,276,236  |
| Dime Community Bancshares         | 18,000     | 244,260    |
| Downey Financial                  | 17,800     | 1,207,730  |
| East West Bancorp                 | 48,900     | 1,853,799  |
| EastGroup Properties              | 18,100     | 844,908    |
|                                   |            |            |

| Common Stocks (continued)<br>Financial (continued)        | Shares     | Value (\$) |
|---|------------|------------|
|   | 22.200     | 1 002 065  |
| Entertainment Properties Trust                            | 23,300     | 1,003,065  |
| Essex Property Trust                                      | 18,100     | 2,021,046  |
| Fidelity Bankshares<br>Financial Federal                  | 16,800     | 534,576    |
|   | 21,950     | 610,429    |
| First Bancorp/Puerto Rico<br>First Commonwealth Financial | 68,700     | 638,910    |
|   | 55,200 b   | 701,040    |
| First Indiana   | 9,700      | 252,491    |
| First Midwest Bancorp/IL                                  | 39,500     | 1,464,660  |
| First Republic Bank/San Francisco, CA                     | 18,900     | 865,620    |
| FirstFed Financial  | 15,000 a,b | 865,050    |
| Flagstar Bancorp  | 26,600 b   | 424,536    |
| Franklin Bank/Houston, TX                                 | 19,000 ª   | 383,610    |
| Fremont General   | 56,300 b   | 1,044,928  |
| Glacier Bancorp   | 23,600     | 690,772    |
| Glenborough Realty Trust                                  | 23,900     | 514,806    |
| Hanmi Financial   | 34,500 b   | 670,680    |
| Harbor Florida Bancshares                                 | 16,000     | 594,240    |
| Hilb, Rogal & Hobbs                                       | 27,300     | 1,017,471  |
| Independent Bank/MI                                       | 15,400     | 405,020    |
| Infinity Property & Casualty                              | 17,900     | 733,900    |
| Investment Technology Group                               | 34,400 ª   | 1,749,584  |
| Irwin Financial   | 15,400     | 298,606    |
| Kilroy Realty   | 24,200     | 1,748,450  |
| LaBranche & Co.   | 53,400 a,b | 646,674    |
| LandAmerica Financial Group                               | 15,500     | 1,001,300  |
| Lexington Corporate Properties Trust                      | 43,200 b   | 933,120    |
| LTC Properties  | 17,600     | 393,360    |
| MAF Bancorp   | 22,400 b   | 959,616    |
| Nara Bancorp  | 19,600 b   | 367,500    |
| National Retail Properties                                | 46,000     | 917,700    |
| New Century Financial                                     | 47,650 b   | 2,179,988  |
| Parkway Properties/Md                                     | 12,700 b   | 577,850    |
| Philadelphia Consolidated Holding                         | 43,900 a   | 1,332,804  |
| Piper Jaffray Cos.  | 17,000 a   | 1,040,570  |
| Portfolio Recovery Associates                             | 12,400 a,b | 566,680    |
| Presidential Life   | 19,200     | 471,936    |
| PrivateBancorp  | 13,200 b   | 546,612    |

| Common Stocks (continued)         | Shares     | Value (\$) |
|-----------------------------------|------------|------------|
| Financial (continued)             |            |            |
| ProAssurance                      | 24,900 a   | 1,199,682  |
| Prosperity Bancshares             | 18,100 b   | 595,309    |
| Provident Bankshares              | 25,900     | 942,501    |
| Republic Bancorp/MI               | 63,503     | 786,802    |
| Rewards Network                   | 20,900 a   | 170,753    |
| RLI                               | 18,000     | 867,240    |
| Safety Insurance Group            | 12,200     | 580,110    |
| Selective Insurance Group         | 23,600 b   | 1,318,532  |
| Shurgard Storage Centers, Cl. A   | 37,600     | 2,350,000  |
| South Financial Group             | 58,500     | 1,544,985  |
| Sovran Self Storage               | 15,600 b   | 792,324    |
| Sterling Bancorp/NY               | 14,300     | 278,850    |
| Sterling Bancshares/TX            | 39,200     | 735,000    |
| Sterling Financial/WA             | 27,780 b   | 847,568    |
| Stewart Information Services      | 16,600     | 602,746    |
| Susquehanna Bancshares            | 46,300     | 1,106,570  |
| SWS Group                         | 12,800     | 308,736    |
| TradeStation Group                | 16,200 a   | 205,254    |
| Trustco Bank NY                   | 59,700 b   | 657,894    |
| UCBH Holdings                     | 72,900     | 1,205,766  |
| Umpqua Holdings                   | 47,000 b   | 1,205,550  |
| United Bankshares                 | 28,800     | 1,054,944  |
| United Fire & Casualty            | 14,100 b   | 424,833    |
| Whitney Holding                   | 54,600     | 1,931,202  |
| Wilshire Bancorp                  | 12,400 b   | 223,448    |
| Wintrust Financial                | 20,000     | 1,017,000  |
| World Acceptance                  | 13,700 a   | 486,624    |
| Zenith National Insurance         | 32,200 b   | 1,277,374  |
|                                   |            | 70,858,615 |
| Health Care-11.9%                 |            |            |
| Alpharma, Cl. A                   | 37,100     | 891,884    |
| Amedisys                          | 12,500 a,b | 473,750    |
| American Medical Systems Holdings | 58,000 a   | 965,700    |
| AMERIGROUP                        | 43,600 a   | 1,353,344  |
| Amsurg                            | 25,150 ª   | 572,162    |
| Analogic                          | 10,400     | 484,744    |
| ArQule                            | 28,000 a   | 157,920    |
|                                   |            |            |

| Common Stocks (continued)     | Shares     | Value (\$) |
|-------------------------------|------------|------------|
| Health Care (continued)       | 20 500 -   | 0(1.205    |
| ArthroCare                    | 20,500 ª   | 861,205    |
| BIOLASE Technology            | 10,400 b   | 87,360     |
| Biosite                       | 14,500 a   | 662,070    |
| Bradley Pharmaceuticals       | 14,200 a,b | 144,840    |
| Cambrex                       | 21,900     | 456,177    |
| Centene                       | 33,100 a   | 778,843    |
| Cerner                        | 51,900 a,b | 1,926,009  |
| Chemed                        | 20,600     | 1,123,318  |
| CNS                           | 13,800     | 338,100    |
| Conmed                        | 23,000 a   | 476,100    |
| Connetics                     | 23,200 a,b | 272,832    |
| Cooper Cos.                   | 35,500     | 1,572,295  |
| Cross Country Healthcare      | 15,900 a,b | 289,221    |
| Cyberonics                    | 15,700 a,b | 334,724    |
| Datascope                     | 12,000     | 370,080    |
| Dendrite International        | 35,300 a   | 326,172    |
| Diagnostic Products           | 19,100     | 1,111,047  |
| Dionex                        | 16,100 a   | 880,026    |
| DJO                           | 17,800 a   | 655,574    |
| Enzo Biochem                  | 25,266 ª   | 381,011    |
| Genesis HealthCare            | 15,700 a   | 743,709    |
| Gentiva Health Services       | 23,000 a   | 368,690    |
| Greatbatch                    | 18,800 a   | 443,680    |
| Haemonetics/Mass              | 22,000 a   | 1,023,220  |
| Healthways                    | 28,100 a   | 1,479,184  |
| Hologic                       | 37,000 a   | 1,826,320  |
| Hooper Holmes                 | 49,700     | 151,585    |
| ICU Medical                   | 12,000 a   | 506,880    |
| IDEXX Laboratories            | 26,600 a   | 1,998,458  |
| Immucor                       | 56,425 a   | 1,085,053  |
| Integra LifeSciences Holdings | 14,300 a   | 554,983    |
| Intermagnetics General        | 28,900 a   | 779,722    |
| Invacare                      | 27,300     | 679,224    |
| inVentiv Health               | 22,300 ª   | 641,794    |
| Kendle International          | 10,000 a   | 367,300    |
| Kensey Nash                   | 8,000 a,b  | 236,000    |
|                               | 0,000      | 200,000    |

| Common Stocks (continued)              | Shares     | Value (\$) |
|--|------------|------------|
| Health Care (continued)                |            |            |
| LCA-Vision                             | 16,950 b   | 896,824    |
| Matria Healthcare                      | 15,600 a,b | 334,152    |
| Mentor                                 | 30,300     | 1,318,050  |
| Merit Medical Systems                  | 19,900 a   | 273,824    |
| MGI Pharma                             | 62,400 a   | 1,341,600  |
| Noven Pharmaceuticals                  | 17,000 a   | 304,300    |
| Odyssey HealthCare                     | 30,200 a   | 530,614    |
| Osteotech                              | 13,600 a   | 54,944     |
| Owens & Minor                          | 33,600 b   | 960,960    |
| Parexel International                  | 22,100 ª   | 637,585    |
| Pediatrix Medical Group                | 40,400 a   | 1,830,120  |
| Per-Se Technologies                    | 27,550 ª   | 693,709    |
| PolyMedica                             | 17,700     | 636,492    |
| Possis Medical                         | 17,200 a   | 151,532    |
| Regeneron Pharmaceuticals              | 34,700 a   | 444,854    |
| RehabCare Group                        | 12,900 a   | 224,202    |
| Resmed                                 | 61,100 a   | 2,868,645  |
| Respironics                            | 59,300 a   | 2,029,246  |
| Savient Pharmaceuticals                | 49,300 a   | 258,825    |
| Sciele Pharma                          | 23,200 a,b | 538,008    |
| SFBC International                     | 14,200 a   | 215,272    |
| Sierra Health Services                 | 43,200 a   | 1,945,296  |
| Sunrise Senior Living                  | 33,800 a   | 934,570    |
| SurModics                              | 14,400 a,b | 519,984    |
| Theragenics                            | 29,700 a   | 101,277    |
| United Surgical Partners International | 35,850 a   | 1,078,009  |
| Viasys Healthcare                      | 25,400 a   | 650,240    |
| Vital Signs                            | 6,300      | 312,039    |
|  |            | 53,339,580 |
| Industrial-17.6%                       |            |            |
| AAR                                    | 27,100 a   | 602,433    |
| ABM Industries                         | 30,800     | 526,680    |
| Acuity Brands                          | 36,500     | 1,420,215  |
| Administaff                            | 21,700     | 777,077    |
| Albany International, Cl. A            | 24,900     | 1,055,511  |
| Angelica                               | 5,300 b    | 92,962     |
| AO Smith                               | 18,300     | 848,388    |
|  |            |            |

| Common Stocks (continued)          | Shares     |            |
|------------------------------------|------------|------------|
| Industrial (continued)             | Shares     | Value (\$) |
| Apogee Enterprises                 | 21,000     | 308,700    |
| Applied Industrial Technologies    | 32,550     | 791,291    |
| Applied Signal Technology          | 9,600      | 163,584    |
| Arkansas Best                      | 23,200     | 1,164,872  |
| Armor Holdings                     | 25,000 a   | 1,370,750  |
| Astec Industries                   | 14,800 ª   | 504,976    |
| ASV                                | 12,700 a,b | 292,608    |
| Baldor Electric                    | 22,700 b   | 710,283    |
| Barnes Group                       | 30,000     | 598,500    |
| Bowne & Co.                        | 24,300     | 347,490    |
| Brady, Cl. A                       | 41,600 b   | 1,532,544  |
| Briggs & Stratton                  | 39,800 b   | 1,238,178  |
| C & D Technologies                 | 13,600 b   | 102,272    |
| CDI                                | 10,500     | 304,500    |
| Central Parking                    | 13,500 b   | 216,000    |
| Ceradyne                           | 21,650 a,b | 1,071,458  |
| Clarcor                            | 41,800     | 1,245,222  |
| Coinstar                           | 22,300 a,b | 533,862    |
| Consolidated Graphics              | 10,400 a,b | 541,424    |
| Cubic                              | 12,500 b   | 245,125    |
| Curtiss-Wright                     | 34,000     | 1,049,920  |
| EDO                                | 11,000 b   | 267,740    |
| EGL                                | 28,000 ª   | 1,405,600  |
| ElkCorp                            | 14,100     | 391,557    |
| EMCOR Group                        | 25,800 ª   | 1,255,686  |
| EnPro Industries                   | 18,200 a   | 611,520    |
| Esterline Technologies             | 22,200 a   | 923,298    |
| Forward Air                        | 24,300     | 989,739    |
| Frontier Airlines Holdings         | 22,200 a,b | 160,062    |
| G & K Services, Cl. A              | 16,600     | 569,380    |
| Gardner Denver                     | 41,400 a   | 1,593,900  |
| GenCorp                            | 40,000 a,b | 641,200    |
| Griffon                            | 19,700 a   | 514,170    |
| Healthcare Services Group          | 25,750     | 539,463    |
| Heartland Express                  | 49,966     | 893,892    |
| Heidrick & Struggles International | 14,600 a,b | 494,064    |
| HUB Group, Cl. A                   | 37,500 ª   | 919,875    |
|                                    |            |            |

| Industrial (continued)         IDEX       43,000       2,029,60         Insituform Technologies, CI. A       19,700       a       450,92         JLG Industries       85,800       1,930,50         John H. Harland       24,200       1,052,70         Kaman       22,400       407,68         Kaydon       58,500       a,b       1,620,48         Kirby       23,900       891,70         Knight Transportation       42,275       853,99         Labor Ready       46,400       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900       153,75 |           |
|---|-----------|
| IDEX       43,000       2,029,60         Insituform Technologies, CI. A       19,700 a       450,93         JLG Industries       85,800       1,930,50         John H. Harland       24,200       1,052,70         Kaman       22,400       407,66         Kaydon       58,500 a,b       1,620,49         Kirby       23,900       891,70         Kirby       42,275       853,99         Labor Ready       46,400 a       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900 b       153,75  | alue (\$) |
| Insituform Technologies, Cl. A       19,700 a       450,93         JLG Industries       85,800       1,930,50         John H. Harland       24,200       1,052,70         Kaman       22,400       407,66         Kansas City Southern       58,500 a,b       1,620,43         Kaydon       23,900       891,70         Kirby       42,250 a       1,678,73         Knight Transportation       42,275       853,99         Labor Ready       46,400 a       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900 b       153,75                      |           |
| JLG Industries       85,800       1,930,50         John H. Harland       24,200       1,052,70         Kaman       22,400       407,60         Kansas City Southern       58,500       a.b       1,620,40         Kaydon       23,900       891,70         Kriby       42,275       853,90         Labor Ready       46,400       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900       153,75   | 9,600     |
| John H. Harland       24,200       1,052,70         Kaman       22,400       407,68         Kansas City Southern       58,500       a.b       1,620,49         Kaydon       23,900       891,70         Kirby       42,275       853,99         Kanght Transportation       42,275       853,99         Labor Ready       46,400       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900       153,75  | ),933     |
| Kaman       22,400       407,68         Kansas City Southern       58,500 a,b       1,620,49         Kaydon       23,900       891,70         Kirby       42,500 a       1,678,79         Knight Transportation       42,275       853,99         Labor Ready       46,400 a       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900 b       153,75  | ),500     |
| Kansas City Southern       58,500 a.b       1,620,43         Kaydon       23,900       891,70         Kirby       42,500 a       1,678,73         Knight Transportation       42,275       853,99         Labor Ready       46,400 a       1,050,90         Landstar System       46,700       2,205,64         Lawson Products       3,900 b       153,75  | 2,700     |
| Kaydon23,900891,70Kirby42,500 a1,678,75Knight Transportation42,275853,95Labor Ready46,400 a1,050,96Landstar System46,7002,205,64Lawson Products3,900 b153,75  | 7,680     |
| Kirby42,500 a1,678,79Knight Transportation42,275853,99Labor Ready46,400 a1,050,99Landstar System46,7002,205,64Lawson Products3,900 b153,75  | ),450     |
| Knight Transportation         42,275         853,99           Labor Ready         46,400 a         1,050,99           Landstar System         46,700         2,205,64           Lawson Products         3,900 b         153,75  | ,709      |
| Labor Ready         46,400 a         1,050,90           Landstar System         46,700         2,205,64           Lawson Products         3,900 b         153,73  | 3,750     |
| Landstar System         46,700         2,205,64           Lawson Products         3,900 b         153,75  | 3,955     |
| Lawson Products 3,900 b 153,73  | ),960     |
|   | 5,641     |
| 12 2 0 1 2 C 2 0  | 3,738     |
| Lennox International 47,700 1,263,09  | 3,096     |
| Lindsay Manufacturing 10,800 b 292,85   | 2,896     |
| Lydall 12,000 a 110,64  | ),640     |
| Manitowoc 51,800 2,305,10   | 5,100     |
| Mesa Air Group 31,300 a 308,30  | 3,305     |
| Mobile Mini 27,000 a 790,02   | 0,020     |
| Moog, Cl. A 30,350 a,b 1,038,55   | 3,577     |
| Mueller Industries 30,900 1,020,62  | ),627     |
| NCI Building Systems 17,200 a 914,52  | 1,524     |
| NCO Group 24,100 a 637,20   | 204,      |
| Old Dominion Freight Line 23,050 a 866,45   | 5,450     |
| Regal-Beloit 24,800 1,094,92  | 1,920     |
| Robbins & Myers 9,500 248,33  | 3,330     |
| School Specialty 17,400 a,b 554,19  | 1,190     |
| Shaw Group 63,500 a 1,765,30  | 5,300     |
| Simpson Manufacturing 29,800 b 1,074,29   | 1,290     |
| Skywest 49,100 1,217,62   | ',680     |
| SourceCorp 13,700 a 339,62  | 9,623     |
| Spherion 55,300 a 504,33  | 1,336     |
| Standard Register 10,300 122,09   | 2,055     |
| Standex International 9,200 279,22  | 9,220     |
| Teledyne Technologies 29,500 a 966,42   | 5,420     |
| Tetra Tech 46,600 a 826,68  | 5,684     |
| Toro 36,100 1,685,81  | 5,870     |
| Tredegar 19,900 314,8   | 1,818     |

| Common Stocks (continued)<br>Industrial (continued) | Shares                | Value (\$) |
|---|-----------------------|------------|
|   | 12 200 3              | 629 400    |
| Triumph Group<br>United Stationers                  | 13,300 ª              | 638,400    |
| Universal Forest Products                           | 28,600 ª              | 1,410,552  |
|   | 14,900                | 934,677    |
| URS   | 36,000 ª              | 1,512,000  |
| Valmont Industries                                  | 14,700                | 683,403    |
| Viad  | 17,100                | 535,230    |
| Vicor   | 13,400                | 222,038    |
| Volt Information Sciences                           | 8,300 a               | 386,780    |
| Wabash National                                     | 24,200 b              | 371,712    |
| Waste Connections                                   | 36,250 a              | 1,319,500  |
| Watsco  | 19,800                | 1,184,436  |
| Watson Wyatt Worldwide, Cl. A                       | 36,300                | 1,275,582  |
| Watts Water Technologies, Cl. A                     | 19,400 b              | 650,870    |
| Wolverine Tube                                      | 1,200 a,b             | 4,404      |
| Woodward Governor                                   | 23,900                | 729,189    |
|   |                       | 78,554,535 |
| Information Technology-16.4%                        |                       |            |
| Actel   | 18,700 ª              | 268,345    |
| Adaptec   | 87,600 <sup>a,b</sup> | 380,184    |
| Advanced Energy Industries                          | 21,600 a              | 285,984    |
| Aeroflex  | 61,300 a              | 715,371    |
| Agilysys  | 28,300                | 509,400    |
| Altiris   | 18,400 a,b            | 331,936    |
| Anixter International                               | 27,500 b              | 1,305,150  |
| Ansys   | 33,800 a              | 1,616,316  |
| АТМІ  | 30,600 a              | 753,372    |
| Avid Technology                                     | 33,867 a              | 1,128,787  |
| Axcelis Technologies                                | 76,900 a              | 453,710    |
| Bankrate  | 9,000 a               | 339,840    |
| Bel Fuse, Cl. B                                     | 10,700 b              | 351,067    |
| Belden CDT  | 34,800                | 1,150,140  |
| Bell Microproducts                                  | 22,100 a,b            | 119,782    |
| Benchmark Electronics                               | 52,250 ª              | 1,260,270  |
| Black Box   | 13,700                | 525,121    |
| Blue Coat Systems                                   | 11,700 a,b            | 197,262    |
| Brightpoint   | 40,800 a              | 552,024    |
| Brooks Automation                                   | 57,512 a              | 678,642    |
|   |                       |            |

| Common Stocks (continued)          | Shares     | Value (\$) |
|------------------------------------|------------|------------|
| Information Technology (continued) |            |            |
| C-COR                              | 27,900 ª   | 215,388    |
| CACI International, CI. A          | 24,100 a   | 1,405,753  |
| Captaris                           | 18,000 a   | 83,700     |
| Carreker                           | 15,900 ª   | 113,685    |
| Catapult Communications            | 7,400 a    | 80,660     |
| Checkpoint Systems                 | 31,800 a,b | 706,278    |
| CIBER                              | 38,000 a,b | 250,420    |
| Cognex                             | 37,000     | 963,110    |
| Coherent                           | 26,700 ª   | 900,591    |
| Cohu                               | 19,000 b   | 333,450    |
| Comtech Telecommunications         | 17,000 a,b | 497,590    |
| CTS                                | 30,600     | 455,634    |
| Cymer                              | 29,600 ª   | 1,375,216  |
| Daktronics                         | 25,200     | 727,524    |
| Digi International                 | 17,200 a   | 215,516    |
| Digital Insight                    | 29,300 ª   | 1,004,697  |
| Diodes                             | 18,100 a   | 750,064    |
| Ditech Networks                    | 22,700 ª   | 197,944    |
| DSP Group                          | 24,400 a   | 606,340    |
| eFunds                             | 34,500 ª   | 760,725    |
| Electro Scientific Industries      | 22,500 ª   | 404,775    |
| Epicor Software                    | 43,400 a   | 457,002    |
| EPIQ Systems                       | 12,600 a,b | 209,664    |
| ESS Technology                     | 24,000 a   | 51,840     |
| Exar                               | 28,500 ª   | 378,195    |
| Factset Research Systems           | 28,600     | 1,352,780  |
| FEI                                | 17,100 a,b | 387,828    |
| Filenet                            | 35,500 a,b | 956,015    |
| Flir Systems                       | 56,600 a,b | 1,248,596  |
| Gerber Scientific                  | 16,800 ª   | 218,568    |
| Gevity HR                          | 20,100     | 533,655    |
| Global Imaging Systems             | 19,800 a,b | 817,344    |
| Global Payments                    | 56,400     | 2,738,220  |
| Harmonic                           | 46,800 a,b | 209,664    |
| Hutchinson Technology              | 18,800 a   | 406,644    |
| Hyperion Solutions                 | 49,000 a   | 1,352,400  |
| InfoSpace                          | 21,600 ª   | 489,672    |
|                                    |            |            |

| Common Stocks (continued)         Shares         Value (s)           Information Technology (continued)         insight Enterprises         37,500 a         714,375           Inter-Tel         17,300         364,338           Internet Security Systems         30,400 a         573,040           Itron         21,200 a         1,355,474           JDA Software Group         24,200 a         339,526           Keane         32,800 a         410,000           Keithley Instruments         13,900         176,947           Komag         27,200 ab         226,7214           Kronos/MA         25,100 ab         908,871           Kulicke & Soffa Industries         38,200 a         283,062           Littlefuse         18,100 a         622,278           LoJack         16,500 ab         908,871           Multers         23,300 a         472,757           Mantech International, CL A         14,800 a         456,728           MapInfo         17,300 a         225,765           MAXIUUS         15,100         349,565           Mercory Computer Systems         14,400 a         32,805           Mitros Systems         31,300 ab         1,367,184           Mitros Systems         <                            | Common Shoeles (continued)              | ci                    |            |
|--|---|-----------------------|------------|
| Insight Enterprises         37,500 a         714,375           Inter-Tel         17,300         364,338           Internet Security Systems         30,400 a         573,040           Itron         21,200 a         1,256,312           2 Global Communications         34,400         ab         1,354,948           JDA Software Group         24,200 a         339,526           Keane         32,800 a         410,000           Keithley Instruments         13,900         176,947           Komag         27,200 ab         1,256,096           Kopin         57,400 ab         207,214           Kronos/MA         25,100 ab         908,871           Kulicke & Soffa Industries         38,200 a         283,062           Littelfuse         18,100 a         622,278           LoJack         16,500 ab         311,190           Manhattan Associates         23,300 a         472,757           Mantech International, CL A         14,400 a         225,765           MAXIMUS         15,100         349,565           Mercury Computer Systems         14,400 a         32,805           MiCro Systems         31,300 ab         1,367,184           MIVA         81,000 a         32,   | Common Stocks (continued)               | Shares                | Value (\$) |
| Inter-Tel         17,300         364,338           Internet Security Systems         30,400         a         573,040           Itron         21,200         a         1,256,312           j2 Global Communications         43,400         ab         1,354,948           JDA Software Group         24,200         a         339,526           Keane         32,800         a         410,000           Keithley Instruments         13,900         176,947           Komag         27,200         ab         1,256,096           Kopin         57,400         a         207,214           Kronos/MA         25,100         ab         908,871           Kulicke & Soffa Industries         38,200         a         283,062           LoJack         16,500         ab         311,190           Manhattan Associates         23,300         a         472,757           Mantech International, CL A         14,800         a         225,765           MAXIMUS         15,100         349,655         Mercury Computer Systems         31,300         ab         1,367,184           Microsemi         57,800         a         1,409,164         MIVA         8,100         a         32,805 <td>•• •</td> <td>37 500 a</td> <td>71/375</td> | •• •                                    | 37 500 a              | 71/375     |
| Internet Security Systems         30,400         a         573,040           Itron         21,200         a         1,256,312           j2 Global Communications         43,400         ab         1,354,948           JDA Software Group         24,200         a         339,526           Keane         32,800         a         410,000           Keithley Instruments         13,900         176,947           Komag         27,200         ab         1,256,096           Kopin         57,400         a         207,214           Kronos/MA         25,100         ab         908,871           Kulicke & Soffa Industries         38,200         a         283,062           Litteffuse         18,100         a         622,278           LoJack         16,500         ab         311,190           Manhattan Associates         23,300         a         472,757           Mantech International, CL A         14,800         a         225,765           MAXIMUS         15,100         349,555         443,677           Micros Systems         313,00         ab         1,367,184           Micros Systems         13,300         ab         1,367,184  |   |                       |            |
| Itron       21,200       a       1,256,312         j2 Global Communications       43,400       ab       1,354,948         JDA Software Group       24,200       a       339,526         Keane       32,800       a       410,000         Keithley Instruments       13,900       176,947         Komag       27,200       ab       1,256,096         Kopin       57,400       a       207,214         Kronos/MA       25,100       ab       908,871         Kulicke & Soffa Industries       38,200       a       283,062         Littelfuse       18,100       a       622,278         LoJack       16,500       ab       311,190         Manhattan Associates       23,300       a       472,757         Mantech International, CL A       14,800       a       225,765         MAXIMUS       15,100       349,565       Mercury Computer Systems       14,400       a       221,616         Methode Electronics       32,700       343,677       Microsemi       31,300       ab       1,367,184         Microsemi       17,400       a       221,616       a       373,302         MRO Software       18,600       a   |   |                       |            |
| 2 Global Communications       43,400       ab       1,354,948         JDA Software Group       24,200       a       339,526         Keane       32,800       a       410,000         Keithley Instruments       13,900       176,947         Komag       27,200       ab       1,256,096         Kopin       57,400       ab       1,256,096         Koroos/MA       25,100       ab       908,871         Kulicke & Soffa Industries       38,002       a       283,062         Littelfuse       18,100       a       622,278         LoJack       16,500       ab       311,190         Manhattan Associates       23,300       a       472,757         Mantech International, CL A       14,800       a       425,728         MapInfo       17,300       a       221,616         Methode Electronics       32,700       343,677         Micros Systems       14,400       32,805         MRO Software       18,600       32,805         MRO Software       18,600       373,302         MTS Systems       17,600       695,376         Napster       24,200       30,144         Novatel Wireless   | , ,                                     |                       |            |
| JDA Software Group       24,200 a       339,526         Keane       32,800 a       410,000         Keithley Instruments       13,900       176,947         Komag       27,200 a.b       1,256,096         Kopin       57,400 a       207,214         Kronos/MA       25,100 a.b       908,871         Kulicke & Softa Industries       38,200 a       283,062         Littelfuse       18,100 a       622,278         LoJack       16,500 a.b       311,190         Manhattan Associates       23,300 a       472,757         Mantech International, CL A       14,800 a       456,728         MapInfo       17,300 a       225,765         MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400 a       221,616         Methode Electronics       32,700       343,677         Microssemi       13,600 a       373,302         MRO Software       18,600 a       373,302         MRO Software       18,600 a       373,302         MTS Systems       17,600 b       695,376         Napster       24,200 a       74,536         Neoware       16,400 a       201,556         Netgear       19   |   |                       |            |
| Keane         32,800 a         410,000           Keithley Instruments         13,900         176,947           Komag         27,200 ab         1,256,096           Kopin         57,400 a         207,214           Kronos/MA         25,100 ab         908,871           Kulicke & Soffa Industries         38,200 a         283,062           Littelfuse         18,100 a         622,278           LoJack         16,500 ab         311,190           Manhattan Associates         23,300 a         472,757           Mantech International, CL A         14,800 a         456,728           Maplinfo         17,300 a         225,765           MAXIMUS         15,100         349,565           Mercury Computer Systems         14,400 a         221,616           Methode Electronics         32,700         343,677           Microsemi         57,800 a         1,409,164           MIVA         8,100 a         322,805           MRO Software         18,600 a         373,302           MTS Systems         17,600 b         695,376           Napster         24,200 a         74,536           Netware Kaujiment Technologies         9,600 a         30,144           No  | , i i i i i i i i i i i i i i i i i i i |                       |            |
| Keithley Instruments       13,900       176,947         Komag       27,200       a.b       1,256,096         Kopin       57,400       a       207,214         Kronos/MA       25,100       a.b       908,871         Kulicke & Soffa Industries       38,200       a       283,062         Littelfuse       18,100       a       622,278         LoJack       16,500       a.b       311,190         Manhattan Associates       23,300       a       472,757         Manech International, CL A       14,800       a       426,728         MapInfo       17,300       a       225,765         MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400       a       221,616         Methode Electronics       32,700       343,677         Micros Systems       31,300       a.b       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       6495,376       Nagae         Neeware       16,400       a       201,556  | ,                                       |                       |            |
| Komag         27,200         ab         1,256,096           Kopin         57,400         a         207,214           Kronos/MA         25,100         ab         908,871           Kulicke & Soffa Industries         38,200         a         283,062           Littelfuse         18,100         a         622,278           LoJack         16,500         ab         311,190           Manhattan Associates         23,300         a         472,757           Mantech International, CL A         14,800         a         456,728           MapInfo         17,300         a         225,765           MAXIMUS         15,100         349,565           Mercury Computer Systems         14,400         a         221,616           Methode Electronics         32,700         343,677           Microsemi         14,00         a         221,616           Mitro A         8,100         a         32,805           MRO Software         18,600         a         373,302           MTS Systems         17,600         695,376         Napster         24,200         a         74,536           Network Equipment Technologies         9,600         30,144         Novatel  |   |                       |            |
| Kopin         57,400 a         207,214           Kronos/MA         25,100 a,b         908,871           Kulicke & Soffa Industries         38,200 a         283,062           Littelfuse         18,100 a         622,278           LoJack         16,500 a,b         311,190           Manhattan Associates         23,300 a         472,757           Mantech International, CI. A         14,800 a         456,728           MapInfo         17,300 a         225,765           MAXIMUS         15,100         349,565           Mercury Computer Systems         14,400 a         221,616           Methode Electronics         32,700         343,677           Microsemi         57,800 a         1,306,184           MiVA         8,100 a         32,805           MRO Software         18,600 a         373,302           MTS Systems         17,600 b         695,376           Napster         24,200 a         74,536           Network Equipment Technologies         9,600 a         30,144           Novatel Wireless         18,900 a,b         196,182           Open Solutions         16,800 a         447,048           Park Electrochemical         19,800         509,850   | ,                                       |                       |            |
| Kronos/MA25,100 ab908,871Kulicke & Soffa Industries38,200 a283,062Littelfuse18,100 a622,278LoJack16,500 ab311,190Manhattan Associates23,300 a472,757Mantech International, CI. A14,800 a456,728MapInfo17,300 a225,765MAXIMUS15,100349,565Mercury Computer Systems14,400 a221,616Methode Electronics32,700343,677Micros Systems31,300 a.b1,367,184Microsemi57,800 a1,409,164MIVA8,100 a32,805MRO Software18,600 a373,302MTS Systems17,600 b695,376Napster24,200 a74,536Network Equipment Technologies9,600 a30,144Novatel Wireless18,800 a,0144Park Electrochemical19,800509,850Paxar27,300 a561,561PC-Tel7,600 a64,904Pericom Semiconductor17,200 a142,760   |   |                       |            |
| Kulické & Soffa Industries       38,200       a       283,062         Littlefuse       18,100       a       622,278         LoJack       16,500       ab       311,190         Manhattan Associates       23,300       a       472,757         Mantech International, CI. A       14,800       a       456,728         MapInfo       17,300       a       225,765         MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400       a       221,616         Methode Electronics       32,700       343,677         Micros Systems       31,300       ab       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       695,376         Napster       24,200       a       74,536         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       a.b       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800   |   |                       |            |
| Littelfuse       18,100 a       622,278         LoJack       16,500 ab       311,190         Manhattan Associates       23,300 a       472,757         Mantech International, CI. A       14,800 a       456,728         MapInfo       17,300 a       225,765         MAXIMUS       15,100 a       349,565         Mercury Computer Systems       14,400 a       221,616         Methode Electronics       32,700 a       343,677         Micros Systems       31,300 ab       1,367,184         Microsemi       57,800 a       1,409,164         MIVA       8,100 a       32,805         MRO Software       18,600 a       373,302         MTS Systems       17,600 b       695,376         Negar       24,200 a       74,536         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 ab       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         Pc-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  |   |                       |            |
| LoJack         16,500         a,b         311,190           Manhattan Associates         23,300         a         472,757           Mantech International, CI. A         14,800         a         456,728           MapInfo         17,300         a         225,765           MAXIMUS         15,100         349,565           Mercury Computer Systems         14,400         a         221,616           Methode Electronics         32,700         343,677           Micros Systems         31,300         ab         1,367,184           Microsemi         57,800         a         1,409,164           MIVA         8,100         a         32,805           MRO Software         18,600         a         373,302           MTS Systems         17,600         6         695,376           Napster         24,200         a         74,536           Network Equipment Technologies         9,600         a         30,144           Novatel Wireless         18,800         a.0447,048           Park Electrochemical         19,800         509,850           Paxar         27,300         a         561,561           PC-Tel         7,600         a         64,9  |   |                       |            |
| Manhattan Associates       23,300       a       472,757         Mantech International, CI. A       14,800       a       456,728         MapInfo       17,300       a       225,765         MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400       a       221,616         Methode Electronics       32,700       343,677         Micros Systems       31,300       ab       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       b       695,376         Napster       24,200       a       74,536         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       ab       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300       a       561,561         PC-Tel       7,600       a       64,904         Pericom Semiconductor       17,200       142,760 </td <td></td> <td></td> <td></td>  |   |                       |            |
| Mantech International, CI. A       14,800       a       456,728         MapInfo       17,300       a       225,765         MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400       a       221,616         Methode Electronics       32,700       343,677         Micros Systems       31,300       ab       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       b       695,376         Napster       24,200       a       74,536         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       ab       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300       a       561,561         PC-Tel       7,600       a       64,904         Pericom Semiconductor       17,200       a       142,760   | Manhattan Associates                    |                       |            |
| MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400       221,616         Methode Electronics       32,700       343,677         Micros Systems       31,300       a.b       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       b       695,376         Napster       24,200       a       74,536         Neoware       16,400       a       201,556         Netgear       27,000       a.b       584,550         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       a.b       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300       a       561,561         PC-Tel       7,600       a       64,904         Pericom Semiconductor       17,200       a       142,760  |   |                       |            |
| MAXIMUS       15,100       349,565         Mercury Computer Systems       14,400       221,616         Methode Electronics       32,700       343,677         Micros Systems       31,300       a.b       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       b       695,376         Napster       24,200       a       74,536         Neoware       16,400       a       201,556         Netgear       27,000       a.b       584,550         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       a.b       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300       a       561,561         PC-Tel       7,600       a       64,904         Pericom Semiconductor       17,200       a       142,760  | MapInfo                                 | 17,300 a              | 225,765    |
| Methode Electronics       32,700       343,677         Micros Systems       31,300       a,b       1,367,184         Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       b       695,376         Napster       24,200       a       74,536         Neoware       16,400       a       201,556         Netgear       27,000       a,b       584,550         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       a,b       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300       a       561,561         PC-Tel       7,600       a       64,904         Pericom Semiconductor       17,200       a       142,760   | MAXIMUS                                 | 15,100                |            |
| Micros Systems       31,300 a.b       1,367,184         Microsemi       57,800 a       1,409,164         MIVA       8,100 a       32,805         MRO Software       18,600 a       373,302         MTS Systems       17,600 b       695,376         Napster       24,200 a       74,536         Neoware       16,400 a       201,556         Netgear       27,000 a.b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a.b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  | Mercury Computer Systems                | 14,400 a              | 221,616    |
| Microsemi       57,800       a       1,409,164         MIVA       8,100       a       32,805         MRO Software       18,600       a       373,302         MTS Systems       17,600       b       695,376         Napster       24,200       a       74,536         Neoware       16,400       a       201,556         Netgear       27,000       a,b       584,550         Network Equipment Technologies       9,600       a       30,144         Novatel Wireless       18,900       a,b       196,182         Open Solutions       16,800       a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300       a       561,561         PC-Tel       7,600       a       64,904         Pericom Semiconductor       17,200       a       142,760  | Methode Electronics                     | 32,700                | 343,677    |
| MIVA       8,100 a       32,805         MRO Software       18,600 a       373,302         MTS Systems       17,600 b       695,376         Napster       24,200 a       74,536         Neoware       16,400 a       201,556         Netgear       27,000 a,b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760   | Micros Systems                          | 31,300 a,b            | 1,367,184  |
| MRO Software       18,600 a       373,302         MTS Systems       17,600 b       695,376         Napster       24,200 a       74,536         Neoware       16,400 a       201,556         Netgear       27,000 a,b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760   | Microsemi                               | 57,800 a              | 1,409,164  |
| MTS Systems       17,600 b       695,376         Napster       24,200 a       74,536         Neoware       16,400 a       201,556         Netgear       27,000 a.b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a.b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760   | MIVA                                    | 8,100 a               | 32,805     |
| Napster       24,200 a       74,536         Neoware       16,400 a       201,556         Netgear       27,000 a,b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  | MRO Software                            | 18,600 a              | 373,302    |
| Neoware       16,400 a       201,556         Netgear       27,000 a,b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  | MTS Systems                             | 17,600 b              | 695,376    |
| Netgear       27,000 a,b       584,550         Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760   | Napster                                 | 24,200 a              | 74,536     |
| Network Equipment Technologies       9,600 a       30,144         Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  | Neoware                                 | 16,400 a              | 201,556    |
| Novatel Wireless       18,900 a,b       196,182         Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  | Netgear                                 | 27,000 a,b            | 584,550    |
| Open Solutions       16,800 a       447,048         Park Electrochemical       19,800       509,850         Paxar       27,300 a       561,561         PC-Tel       7,600 a       64,904         Pericom Semiconductor       17,200 a       142,760  | Network Equipment Technologies          | 9,600 a               | 30,144     |
| Park Electrochemical     19,800     509,850       Paxar     27,300 a     561,561       PC-Tel     7,600 a     64,904       Pericom Semiconductor     17,200 a     142,760  | Novatel Wireless                        | 18,900 <sup>a,b</sup> | 196,182    |
| Paxar     27,300 a     561,561       PC-Tel     7,600 a     64,904       Pericom Semiconductor     17,200 a     142,760  | Open Solutions                          | 16,800 a              | 447,048    |
| PC-Tel         7,600 a         64,904           Pericom Semiconductor         17,200 a         142,760   | Park Electrochemical                    | 19,800                | 509,850    |
| Pericom Semiconductor 17,200 a 142,760   | Paxar                                   | 27,300 a              | 561,561    |
|  | PC-Tel                                  | 7,600 a               | 64,904     |
| Phoenix Technologies 11,300 a 54,353   | Pericom Semiconductor                   |                       | 142,760    |
|  | Phoenix Technologies                    | 11,300 a              | 54,353     |

| Common Stocks (continued)          | Shares                | Value (\$) |
|------------------------------------|-----------------------|------------|
| Information Technology (continued) |                       |            |
| Photronics                         | 35,200 a              | 520,960    |
| Photon Dynamics                    | 8,400 a               | 105,168    |
| Planar Systems                     | 19,000 a,b            | 228,760    |
| Power Integrations                 | 23,800 ª              | 416,024    |
| Progress Software                  | 32,500 a              | 760,825    |
| Quality Systems                    | 14,200                | 522,844    |
| Radiant Systems                    | 19,700 a              | 208,229    |
| Radisys                            | 17,100 a              | 375,516    |
| Rogers                             | 13,600 a              | 766,224    |
| Rudolph Technologies               | 15,300 a              | 221,850    |
| Scansource                         | 21,500 ª              | 630,380    |
| Secure Computing                   | 43,000 a              | 369,800    |
| Skyworks Solutions                 | 132,000 a             | 727,320    |
| Sonic Solutions                    | 19,800 a              | 326,700    |
| SPSS                               | 15,000 a              | 482,100    |
| Standard Microsystems              | 18,200 a              | 397,306    |
| Startek                            | 9,700                 | 145,015    |
| Supertex                           | 10,400 a,b            | 415,376    |
| Symmetricom                        | 33,600 ª              | 237,552    |
| Synaptics                          | 20,800 a,b            | 445,120    |
| Take-Two Interactive Software      | 51,000 <sup>a,b</sup> | 543,660    |
| TALX                               | 24,550                | 536,909    |
| Technitrol                         | 33,500                | 775,525    |
| THQ                                | 50,250 <sup>a,b</sup> | 1,085,400  |
| Tollgrade Communications           | 12,300 ª              | 119,310    |
| Trimble Navigation                 | 44,900 a              | 2,004,336  |
| Ultratech                          | 14,300 a              | 225,082    |
| United Online                      | 53,700                | 644,400    |
| Varian Semiconductor               |                       |            |
| Equipment Associates               | 46,650 a              | 1,521,257  |
| Veeco Instruments                  | 20,600 a              | 491,104    |
| ViaSat                             | 19,000 a              | 487,920    |
| WebEx Communications               | 28,500 ª              | 1,012,890  |
| Websense                           | 41,800 a              | 858,572    |
| X-Rite                             | 14,100                | 154,959    |
|                                    |                       | 73,137,823 |

| Common Stocks (continued)<br>Materials-5.2% |            |           |
|---|------------|-----------|
| Aleris International                        | 24,765 a   | 1,135,475 |
| AM Castle & Co.                             | 8,600      | 277,350   |
| AMCOL International                         | 16,500 b   | 434,775   |
| Aptargroup                                  | 27,700     | 1,374,197 |
| Arch Chemicals                              | 19,300     | 695,765   |
| Brush Engineered Materials                  | 14,500 a,b | 302,325   |
| Buckeye Technologies                        | 20,800 a   | 158,912   |
| Caraustar Industries                        | 17,700 a   | 159,300   |
| Carpenter Technology                        | 18,300     | 2,113,650 |
| Century Aluminum                            | 17,300 a,b | 617,437   |
| Chaparral Steel                             | 18,300 a   | 1,317,966 |
| Chesapeake                                  | 14,400     | 236,304   |
| Cleveland-Cliffs                            | 19,000 b   | 1,506,510 |
| Deltic Timber                               | 9,900      | 558,063   |
| Georgia Gulf                                | 29,000 b   | 725,580   |
| HB Fuller                                   | 25,400     | 1,106,678 |
| Headwaters                                  | 31,400 a,b | 802,584   |
| MacDermid                                   | 20,700 b   | 596,160   |
| Myers Industries                            | 28,402     | 488,230   |
| Neenah Paper                                | 11,200     | 341,040   |
| OM Group                                    | 23,400 a   | 721,890   |
| Omnova Solutions                            | 32,200 a   | 182,896   |
| Penford                                     | 6,900      | 116,610   |
| PolyOne                                     | 80,400 a   | 705,912   |
| Pope & Talbot                               | 6,100 b    | 38,003    |
| Quaker Chemical                             | 6,700      | 125,290   |
| Quanex                                      | 33,050     | 1,423,464 |
| Rock-Tenn, Cl. A                            | 25,800     | 411,510   |
| RTI International Metals                    | 17,100 a,b | 954,864   |
| Ryerson                                     | 21,000 b   | 567,000   |
| Schulman (A.)                               | 24,700     | 565,383   |
| Schweitzer-Mauduit International            | 12,500     | 270,625   |
| Steel Technologies                          | 11,500     | 223,560   |
| Texas Industries                            | 20,800     | 1,104,480 |
| Tronox, Cl. B                               | 32,100     | 422,757   |
| Wausau Paper                                | 41,000     | 510,450   |

| Common Stocks (continued)          | Shares      | Value (\$)  |
|------------------------------------|-------------|-------------|
| Materials (continued)              |             |             |
| Wellman                            | 8,500 b     | 34,340      |
|                                    |             | 23,327,335  |
| Telecommunication Services2%       |             |             |
| Commonwealth Telephone Enterprises | 19,400      | 643,304     |
| General Communication, CI. A       | 33,900 a    | 417,648     |
|                                    |             | 1,060,952   |
| Utilities-4.7%                     |             |             |
| Allete                             | 24,700      | 1,169,545   |
| American States Water              | 13,950      | 497,318     |
| Atmos Energy                       | 66,900      | 1,867,179   |
| Avista                             | 40,500      | 924,615     |
| Cascade Natural Gas                | 9,400       | 198,246     |
| Central Vermont Public Service     | 9,500       | 175,560     |
| CH Energy Group                    | 11,100 b    | 532,800     |
| Cleco                              | 40,700      | 946,275     |
| El Paso Electric                   | 36,300 a    | 731,808     |
| Energen                            | 60,100      | 2,308,441   |
| Green Mountain Power               | 3,000       | 101,970     |
| Laclede Group                      | 18,100      | 621,916     |
| New Jersey Resources               | 24,000      | 1,122,720   |
| Northwest Natural Gas              | 23,100 b    | 855,393     |
| Piedmont Natural Gas               | 59,800 b    | 1,453,140   |
| South Jersey Industries            | 23,700 b    | 649,143     |
| Southern Union                     | 77,443      | 2,095,608   |
| Southwest Gas                      | 33,500      | 1,049,890   |
| UGI                                | 83,800      | 2,063,156   |
| UIL Holdings                       | 12,300      | 692,367     |
| Unisource Energy                   | 26,900      | 837,935     |
|                                    |             | 20,895,025  |
| Total Common Stocks                |             |             |
| (cost \$332,433,624)               |             | 446,552,343 |
|                                    | Principal   |             |
| Short-Term Investments0%           | Amount (\$) | Value (\$)  |
| U.S. Treasury Bills;               |             |             |
| 4.57%, 7/20/06                     | 150.000     | 140.404     |
| (cost \$149,638)                   | 150,000 c   | 149,694     |
|                                    |             |             |

| Other Investment–.4%  | Shares       | Value (\$)   |
|---|--------------|--------------|
| Registered Investment Company;  |              |              |
| Dreyfus Institutional Preferred<br>Plus Money Market Fund<br>(cost \$1,932,000) | 1,932,000 d  | 1,932,000    |
| Investment of Cash Collateral<br>for Securities Loaned–15.6%                    |              |              |
| Registered Investment Company;  |              |              |
| Dreyfus Institutional Cash<br>Advantage Plus Fund                               |              |              |
| (cost \$69,736,208)   | 69,736,208 d | 69,736,208   |
| Total Investments (cost \$404,251,470)  | 115.8%       | 518,370,245  |
| Liabilities, Less Cash and Receivables  | (15.8%)      | (70,787,138) |
| Net Assets  | 100.0%       | 447,583,107  |

<sup>a</sup> Non-income producing security.

<sup>b</sup> All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$71,164,313 and the total market value of the collateral held by the portfolio is \$73,901,903, consisting of \$69,736,208 in cash collateral and in U.S. Government and agency securities valued at \$4,165,695.

c Partially held by a broker as collateral for open financial futures positions.

<sup>d</sup> Investment in affiliated money market mutual fund.

#### Portfolio Summary (Unaudited)+

|                        | Value (%) |                            | Value (%) |
|------------------------|-----------|----------------------------|-----------|
| Industrial             | 17.6      | Energy                     | 9.0       |
| Information Technology | 16.4      | Materials                  | 5.2       |
| Short-Term/Money       |           | Utilities                  | 4.7       |
| Market Investments     | 16.0      | Consumer Staples           | 4.1       |
| Financial              | 15.8      | Telecommunication Services | .2        |
| Consumer Discretionary | 14.9      | Futures                    | .0        |
| Health Care            | 11.9      |                            | 115.8     |

† Based on net assets.

## STATEMENT OF FINANCIAL FUTURES

June 30, 2006 (Unaudited)

|                        | Contracts | Market Value<br>Covered<br>by Contracts (\$) | Expiration     | Unrealized<br>Appreciation<br>at 6/30/2006 (\$) |
|------------------------|-----------|--|----------------|---|
| Financial Futures Long |           |  |                |   |
| Russell 2000 E-mini    | 35        | 2,560,250                                    | September 2006 | 134,260   |

## STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|  | Cost                      | Value                     |
|--|---------------------------|---------------------------|
| Assets (\$):   |                           |                           |
| Investments in securities-See Statement                              |                           |                           |
| of Investments (including securities on loan,                        |                           |                           |
| valued at \$71,164,313)-Note 1(b):                                   |                           | 446 702 027               |
| Unaffiliated issuers<br>Affiliated issuers                           | 332,583,262<br>71,668,208 | 446,702,037<br>71,668,208 |
| Cash   | 11,000,200                | 241,988                   |
| Dividends and interest receivable                                    |                           | 441,001                   |
| Receivable for shares of Beneficial Interest subscribed              |                           | 102,505                   |
| Receivable for futures variation margin–Note 4                       |                           | 35,350                    |
|  |                           | <b>519,191,089</b>        |
| Liabilities (\$):  |                           | 515,151,005               |
| Due to The Dreyfus Corporation and affiliates–Note 3(b)              |                           | 217,417                   |
| Liability for securities on loan–Note 1 (b)                          |                           | 69,736,208                |
| Payable for investment securities purchased                          |                           | 1,111,780                 |
| Payable for shares of Beneficial Interest redeemed                   |                           | 532,866                   |
| Interest payable   |                           | 9,711                     |
|  |                           | 71,607,982                |
| Net Assets (Š)   |                           | 447,583,107               |
| Composition of Net Assets (\$):                                      |                           | 111,000,101               |
| Paid-in capital  |                           | 332,264,143               |
| Accumulated undistributed investment income-net                      |                           | 1,401,636                 |
| Accumulated net realized gain (loss) on investments                  |                           | (335,707)                 |
| Accumulated net unrealized appreciation                              |                           | (                         |
| (depreciation) on investments (including \$134,260                   |                           |                           |
| net unrealized appreciation on financial futures)                    |                           | 114,253,035               |
| Net Assets (\$)  |                           | 447,583,107               |
| Shares Outstanding   |                           |                           |
| (unlimited number of \$.001 par value shares of Beneficial Inter-    | est authorized)           | 25,629,996                |
| <b>Net Asset Value,</b> offering and redemption price per share (\$) |                           | 17.46                     |
|  |                           |                           |

## STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):   |            |
|---|------------|
| Income:   |            |
| Cash dividends (net of \$989 foreign taxes withheld at source): |            |
| Unaffiliated issuers  | 2,381,448  |
| Affiliated issuers  | 26,419     |
| Income from securities lending                                  | 130,842    |
| Interest  | 20,492     |
| Total Income  | 2,559,201  |
| Expenses:   |            |
| Investment advisory fee-Note 3(a)                               | 802,471    |
| Distribution fees–Note 3(b)                                     | 573,194    |
| Interest expense–Note 2   | 17,311     |
| Loan commitment fees-Note 2                                     | 1,267      |
| Total Expenses  | 1,394,243  |
| Investment Income-Net   | 1,164,958  |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$): |            |
| Net realized gain (loss) on investments                         | 11,430,964 |
| Net realized gain (loss) on financial futures                   | 20,685     |
| Net Realized Gain (Loss)  | 11,451,649 |
| Net unrealized appreciation (depreciation) on                   |            |
| investments (including \$139,010 net                            |            |
| unrealized appreciation on financial futures)                   | 17,519,725 |
| Net Realized and Unrealized Gain (Loss) on Investments          | 28,971,374 |
| Net Increase in Net Assets Resulting from Operations            | 30,136,332 |
|   |            |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended             |                                 |
|--|------------------------------|---------------------------------|
|  | June 30, 2006<br>(Unaudited) | Year Ended<br>December 31, 2005 |
| Operations (\$):   |                              |                                 |
| Investment income-net  | 1,164,958                    | 2,076,735                       |
| Net realized gain (loss) on investments                      | 11,451,649                   | 6,592,901                       |
| Net unrealized appreciation<br>(depreciation) on investments | 17,519,725                   | 16,542,908                      |
| Net Increase (Decrease) in Net Assets                        |                              |                                 |
| Resulting from Operations                                    | 30,136,332                   | 25,212,544                      |
| Dividends to Shareholders from (\$):                         |                              |                                 |
| Investment income-net  | (1,809,278)                  | -                               |
| Net realized gain on investments                             | (10,261,189)                 | (997,515)                       |
| Total Dividends  | (12,070,467)                 | (997,515)                       |
| Beneficial Interest Transactions (\$):                       |                              |                                 |
| Net proceeds from shares sold                                | 62,505,742                   | 139,842,181                     |
| Dividends reinvested   | 12,070,467                   | 997,515                         |
| Cost of shares redeemed                                      | (66,061,240)                 | (99,227,774)                    |
| Increase (Decrease) in Net Assets from                       |                              |                                 |
| Beneficial Interest Transactions                             | 8,514,969                    | 41,611,922                      |
| Total Increase (Decrease) in Net Assets                      | 26,580,834                   | 65,826,951                      |
| Net Assets (\$):   |                              |                                 |
| Beginning of Period  | 421,002,273                  | 355,175,322                     |
| End of Period  | 447,583,107                  | 421,002,273                     |
| Undistributed investment income-net                          | 1,401,636                    | 2,045,956                       |
| Capital Share Transactions (Shares):                         |                              |                                 |
| Shares sold  | 3,501,196                    | 8,833,017                       |
| Shares issued for dividends reinvested                       | 670,581                      | 65,540                          |
| Shares redeemed  | (3,804,628)                  | (6,417,091)                     |
| Net Increase (Decrease) in Shares Outstanding                | 367,149                      | 2,481,466                       |

## FINANCIAL HIGHLIGHTS

The following table describe the performance for the fiscal periods indicated. Total return shows how much your investment in the fund would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

| Sir M                                  | lonths Ended       |         |            |              |                      |
|--|--------------------|---------|------------|--------------|----------------------|
|  | une 30, 2006       |         | Year Ended | l December 3 | 1,                   |
|  | (Unaudited)        | 2005    | 2004       | 2003         | 2002a                |
| Per Share Data (\$):                   |                    |         |            |              |                      |
| Net asset value, beginning of period   | 16.66              | 15.59   | 13.11      | 9.58         | 12.50                |
| Investment Operations:                 |                    |         |            |              |                      |
| Investment income-net <sup>b</sup>     | .04                | .09     | .08        | .04          | .03                  |
| Net realized and unrealized            |                    |         |            |              |                      |
| gain (loss) on investments             | 1.23               | 1.02    | 2.79       | 3.58         | (2.94)               |
| Total from Investment Operations       | 1.27               | 1.11    | 2.87       | 3.62         | (2.91)               |
| Distributions:                         |                    |         |            |              |                      |
| Dividends from investment income-net   | (.07)              | -       | (.06)      | (.02)        | (.01)                |
| Dividends from net realized            |                    |         |            |              |                      |
| gain on investments                    | (.40)              | (.04)   | (.33)      | (.07)        | -                    |
| Total Distributions                    | (.47)              | (.04)   | (.39)      | (.09)        | (.01)                |
| Net asset value, end of period         | 17.46              | 16.66   | 15.59      | 13.11        | 9.58                 |
| Total Return (%)                       | 7.46 <sup>c</sup>  | 7.23    | 21.89      | 37.78        | (23.25) <sup>c</sup> |
| Ratios/Supplemental Data (%):          |                    |         |            |              |                      |
| Ratio of total expenses                |                    |         |            |              |                      |
| to average net assets                  | .30c               | .60     | .60        | .60          | .40c                 |
| Ratio of net investment income         |                    |         |            |              |                      |
| to average net assets                  | .25¢               | .55     | .57        | .33          | .27¢                 |
| Portfolio Turnover Rate                | 15.54 <sup>c</sup> | 25.56   | 25.06      | 32.49        | 117.52¢              |
| Net Assets, end of period (\$ x 1,000) | 447,583            | 421,002 | 355,175    | 179,454      | 42,094               |

<sup>a</sup> From May 1, 2002 (commencement of operations) to December 31, 2002.

<sup>b</sup> Based on average shares outstanding at each month end.

<sup>c</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an open-end management investment company, operating as a series company currently offering nine series, including the Small Cap Stock Index Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to match the performance of the Standard & Poor's SmallCap 600 Index. The Dreyfus Corporation (the "Manager" or "Dreyfus ") serves as the portfolio's investment adviser. The Manager is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial"). Dreyfus Service Corporation (the "Distributor"), a wholly-owned subsidiary of the Manager, is the distributor of the portfolio's shares, which are sold without a sales charge.

The fund accounts separately for the assets, liabilities and operations of series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price

that day, at the last sales price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price.

(b) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of the Manager, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money market mutual funds managed by the Manager. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

The portfolio may enter into repurchase agreements with financial institutions, deemed to be creditworthy by the Manager, subject to the seller's agreement to repurchase and the portfolio's agreement to resell such securities at a mutually agreed upon price. Securities purchased subject to repurchase agreements are deposited with the portfolio's custodian and, pursuant to the terms of the repurchase agreement, must have an aggregate market value greater than or equal to the repurchase price plus accrued interest at all times. If the value of the underlying securities falls below the value of the repurchase price plus accrued interest, the fund will require the seller to deposit additional collateral by the next business day. If the request for additional collateral is not met, or the seller defaults on its repurchase obligation, the portfolio maintains the right to sell the underlying securities at market value and may claim any resulting loss against the seller.

(c) Affiliated issuers: Investments in other investment companies advised by the Manager are defined as "affiliated" in the Act.

(d) Dividends to shareholders: Dividends are recorded on the ex-dividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles. (e) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The tax character of distributions paid to shareholders during the fiscal year ended December 31, 2005 were as follows: ordinary income \$101,131 and long-term capital gains \$896,384. The tax character of current year distributions will be determined at the end of the current fiscal year.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$350 million redemption credit facility (the 'Facility") to be utilized for temporary or emergency purposes, including the financing of redemptions. In connection therewith, the portfolio has agreed to pay commitment fees on its pro rata portion of the Facility. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowings.

The average daily amount of borrowings outstanding under the Facility during the period ended June 30, 2006 was approximately \$640,500, with a related weighted average annualized interest rate of 5.45%.

# NOTE 3–Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement ('Agreement") with the Manager, the investment advisory fee is computed at the annual rate of .35% of the value of the portfolio's average daily net assets and is payable monthly. Under the terms of the Agreement, the Manager has agreed to pay all of the expenses of the portfolio except management fees, Rule 12b-1 distribution Plan fees, taxes, interest expenses, brokerage commissions, fees and expenses of independent counsel to the portfolio and the non-interested Board members, and

extraordinary expenses. In addition, the Manager has also agreed to reduce its fee in an amount equal to the portfolio's allocated portion of the accrued fees and expenses of non-interested board members and fees and expenses of independent counsel to the portfolio.

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, the portfolio pays the Distributor for distributing their shares, for servicing and/or maintaining shareholder accounts and for advertising and marketing. The Plan provides for payments to be made at an annual rate of .25% of the value of the portfolio's average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, the portfolio was charged \$573,194 pursuant to the Plan.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$126,827 and Rule 12b-1 distribution plan fees \$90,590.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by the Manager.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities and financial futures, during the period ended June 30, 2006, amounted to \$71,278,752 and \$73,882,106, respectively. The portfolio may invest in financial futures contracts in order to gain exposure to or protect against changes in the market. The portfolio is exposed to market risk as a result of changes in the value of the underlying financial instruments. Investments in financial futures require the portfolio to "mark to market" on a daily basis, which reflects the change in the market value of the contracts at the close of each day's trading. Accordingly, variation margin payments are received or made to reflect daily unrealized gains or losses. When the contracts are closed, the portfolio recognizes a realized gain or loss. These investments require initial margin deposits with a broker, which consist of cash or cash equivalents, up to approximately 10% of the contract amount. The amount of these deposits is determined by the exchange or Board of Trade on which the contract is traded and is subject to change. Contracts open at June 30, 2006, are set forth in the Statement of Financial Futures.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$114,118,775, consisting of \$128,672,702 gross unrealized appreciation and \$14,553,927 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments). NOTES

# For More Information

### Dreyfus Investment Portfolios, Small Cap Stock Index Portfolio

200 Park Avenue New York, NY 10166

#### Investment Adviser

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

#### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.



# Dreyfus Investment Portfolios, Technology Growth Portfolio

SEMIANNUAL REPORT June 30, 2006



The views expressed in this report reflect those of the portfolio manager only through the end of the period covered and do not necessarily represent the views of Dreyfus or any other person in the Dreyfus organization. Any such views are subject to change at any time based upon market or other conditions and Dreyfus disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Dreyfus portfolio are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Dreyfus portfolio.

Not FDIC-Insured • Not Bank-Guaranteed • May Lose Value

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# Dreyfus Investment Portfolios, The Portfolio



### LETTER FROM THE CHAIRMAN

#### Dear Shareholder:

We are pleased to present this semiannual report for Dreyfus Investment Portfolios, Technology Growth Portfolio, covering the sixmonth period from January 1, 2006, through June 30, 2006.

Stock market gains over the first four months of 2006 were given back in May and June, when investors reacted negatively to suggestions that the U.S. Federal Reserve Board (the "Fed") and other central banks, in their fight against inflation, might raise short-term interest rates more than previously expected. In the judgment of our Chief Economist, Richard Hoey, the recent correction reflects an adjustment among leveraged investors toward lower risk levels as the U.S. economy moves into a more mature phase with milder rates of growth. In our view, corrections such as these generally are healthy mechanisms that help wring speculative excesses from the financial markets, potentially setting the stage for future rallies.

While a recession currently appears unlikely, a number of economic uncertainties remain. Indicators to watch in the months ahead include the outlook for inflation, the extent of softness in the U.S. housing market, the impact of slower economic growth on consumer spending, additional changes in interest rates from the Fed and other central banks, and the strength of the U.S. dollar relative to other major currencies. As always, we encourage you to discuss these and other investment-related issues with your financial advisor, who can help you prepare for the challenges and opportunities that lie ahead.

For information about how the fund performed during the reporting period, as well as market perspectives, we have provided a Discussion of Fund Performance given by the fund's portfolio manager.

Thank you for your continued confidence and support.

Sincerely,

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Stephen E. Canter Chairman and Chief Executive Officer The Dreyfus Corporation July 17, 2006



# DISCUSSION OF PERFORMANCE

Mark Herskovitz, Primary Portfolio Manager

# How did Dreyfus Investment Portfolios, Technology Growth Portfolio perform relative to its benchmarks?

For the six-month period ended June 30, 2006, the portfolio's Initial shares produced a total return of -2.98%, and its Service shares produced a total return of -3.03%.<sup>1</sup> The portfolio's benchmarks, the Morgan Stanley High Technology 35 Index (the "MS High Tech 35 Index") and the Standard & Poor's 500 Composite Stock Price Index ("S&P 500 Index"), produced total returns of -5.15% and 2.71%, respectively, over the same period.<sup>2,3</sup>

Although stocks, including those of technology companies, rallied over the first four months of the reporting period in an environment of robust economic growth, concerns arising in May and June regarding the effects of rising interest rates and intensifying inflationary pressures on future economic conditions led to a market correction that was particularly sharp among technology companies. The portfolio produced lower returns than the S&P 500 Index, mainly due to weakness among hardware manufacturers and software developers.

#### What is the portfolio's investment approach?

The portfolio seeks capital appreciation by investing at least 80% of its assets in growth companies of any size that we believe are leading producers or beneficiaries of technological innovation. These investments may include companies in the computer, Internet, semi-conductor, electronics, communications, health care, biotechnology, medical services, computer software and hardware, electronic components and systems, network and cable broadcasting, telecommunications, defense and aerospace, and environmental sectors.

When evaluating investment opportunities, we first assess economic and market conditions in an attempt to identify trends that we believe are likely to drive demand within the various technology-related sectors. The more attractive sectors are overweighted. Second, we strive to identify the companies that are most likely to benefit from these overall trends. Typically, these companies are leaders in their market segments and are characterized by rapid earnings or revenue growth and dominant market shares. We conduct extensive fundamental research to understand these companies' competitive advantages and to evaluate their ability to maintain their leadership positions over time.

This process enables us to identify the stocks of what we believe are leading technology companies for the portfolio. Many of those stocks are considered core holdings that we believe will lead their industry segments over the long term. We complement these positions with non-core holdings that we believe can provide above-average gains over a shorter time frame.

Although the portfolio looks for companies with the potential for strong earnings growth rates, some of the portfolio's investments may currently be experiencing losses. Moreover, the portfolio may invest in small-, mid- and large-cap securities in all available trading markets, including initial public offerings ("IPOs") and the aftermarket.

#### What other factors influenced the portfolio's performance?

Over the first four months of the year, investors generally favored growth-oriented companies and industry groups, including the technology sector, as the U.S. economy continued to grow. In early May, however, investors' attitudes toward risk appeared to change when investors became worried that interest rates might climb more than previously expected. At the same time, signs of economic weakness began to emerge and inflationary pressures seemed to intensify, as reflected by higher prices for energy, industrial commodities and precious metals.

The resulting "flight to quality" led to declines in a number of the portfolio's holdings. Semiconductor manufacturer Advanced Micro Devices, which had gained value after posting impressive gains in 2005, fell as demand for personal computers weakened and competitive pressures intensified. Similarly, Apple Computer gave back some of last year's gains as its products matured and its growth rate slowed. Juniper Networks, a networking equipment maker that we believe is well positioned for the growth of the Internet, also encountered product-cycle and competitive issues. Comverse Technologies, a provider of multimedia network-based software and systems, was hurt by regulatory questions related to stock option grants. Finally, the portfolio's software holdings lagged the averages due to its lack of exposure to Oracle and Intuit, which fared relatively well for the benchmark.

These disappointments were offset to a degree by better results in other areas. Longstanding holding Corning continued to benefit from

its dominant position as a provider of glass for flat-panel televisions. Global positioning systems specialist Garmin saw earnings rise after introducing a new generation of user-friendly consumer products. Akamai Technologies, a leader in distributed computing solutions, has prospered by helping customers expand the capacity of their networks to accommodate data-intensive video applications. Outsourcer Cognizant Technology Solutions has continued to achieve success in providing lower-cost labor from overseas markets to U.S. corporations. Finally, telecommunications billing management company Amdocs rebounded by capturing market share in a consolidating industry.

#### What is the portfolio's current strategy?

Although we currently are concerned that business conditions may weaken over the near term, we believe that the longer-term outlook for the technology sector remains bright. Accordingly, we have continued to invest in companies that, in our judgment, have the potential to establish or maintain leadership positions in growth segments of the U.S. and global economies.

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The portfolio's share price is likely to be more volatile than that of other portfolios that do not concentrate in one sector. The technology sector involves special risks, such as the faster rate of change and obsolescence of technological advances, and has been among the most volatile sectors of the stock market. An investment in the portfolio should be considered only as a supplement to a complete investment program.

The portfolio is only available as a funding vehicle under variable life insurance policies or variable annuity contracts issued by insurance companies. Individuals may not purchase shares of the portfolio directly. A variable annuity is an insurance contract issued by an insurance company that enables investors to accumulate assets on a tax-deferred basis for retirement or other long-term goals. The investment objective and policies of Dreyfus Investment Portfolios, Technology Growth Portfolio made available through insurance products may be similar to other funds/portfolios managed or advised by Dreyfus. However, the investment results of the portfolio may be higher or lower than, and may not be comparable to, those of any other Dreyfus fund/portfolio.

- <sup>1</sup> Total return includes reinvestment of dividends and any capital gains paid. Past performance is no guarantee of future results. Share price and investment return fluctuate such that upon redemption, portfolio shares may be worth more or less than their original cost. The portfolio's performance does not reflect the deduction of additional charges and expenses imposed in connection with investing in variable insurance contracts, which will reduce returns.
- <sup>2</sup> SOURCE: BLOOMBERG L.P.— Reflects reinvestment of net dividends and, where applicable, capital gain distributions. The Morgan Stanley High Technology 35 Index is an unmanaged, equal dollar-weighted index of 35 stocks from the electronics-based subsectors.
- <sup>3</sup> SOURCE: LIPPER INC. Reflects monthly reinvestment of dividends and, where applicable, capital gain distributions. The Standard & Poor's 500 Composite Stock Price Index is a widely accepted, unmanaged index of U.S. stock market performance.

## UNDERSTANDING YOUR PORTFOLIO'S EXPENSES (Unaudited)

As a mutual fund investor, you pay ongoing expenses, such as management fees and other expenses. Using the information below, you can estimate how these expenses affect your investment and compare them with the expenses of other funds. You also may pay one-time transaction expenses, including sales charges (loads) and redemption fees, which are not shown in this section and would have resulted in higher total expenses. For more information, see your portfolio's prospectus or talk to your financial adviser.

#### Review your portfolio's expenses

The table below shows the expenses you would have paid on a \$1,000 investment in Dreyfus Investment Portfolios, Technology Growth Portfolio from January 1, 2006 to June 30, 2006. It also shows how much a \$1,000 investment would be worth at the close of the period, assuming actual returns and expenses.

#### Expenses and Value of a \$1,000 Investment

assuming actual returns for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |
|-------------------------------|----------------|----------------|
| Expenses paid per \$1,000+    | \$ 4.01        | \$ 5.23        |
| Ending value (after expenses) | \$ 970.20      | \$ 969.70      |

### COMPARING YOUR PORTFOLIO'S EXPENSES WITH THOSE OF OTHER FUNDS (Unaudited)

#### Using the SEC's method to compare expenses

The Securities and Exchange Commission (SEC) has established guidelines to help investors assess fund expenses. Per these guidelines, the table below shows your portfolio's expenses based on a \$1,000 investment, assuming a hypothetical 5% annualized return. You can use this information to compare the ongoing expenses (but not transaction expenses or total cost) of investing in the portfolio with those of other funds. All mutual fund shareholder reports will provide this information to help you make this comparison. Please note that you cannot use this information to estimate your actual ending account balance and expenses paid during the period.

#### Expenses and Value of a \$1,000 Investment

assuming a hypothetical 5% annualized return for the six months ended June 30, 2006

|                               | Initial Shares | Service Shares |
|-------------------------------|----------------|----------------|
| Expenses paid per \$1,000+    | \$ 4.11        | \$ 5.36        |
| Ending value (after expenses) | \$1,020.73     | \$1,019.49     |

*†* Expenses are equal to the portfolio's annualized expense ratio of .82% for Initial shares and 1.07% for Service shares, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period).

### STATEMENT OF INVESTMENTS

June 30, 2006 (Unaudited)

| Common Stocks-92.4%                   | Shares                | Value (\$) |
|---------------------------------------|-----------------------|------------|
| Consumer Discretionary-3.0%           |                       |            |
| Garmin                                | 38,000 a              | 4,006,720  |
| Health Care-2.6%                      |                       |            |
| Amgen                                 | 22,200 b              | 1,448,106  |
| Genentech                             | 24,500 b              | 2,004,100  |
|                                       |                       | 3,452,206  |
| Information Technology-86.8%          |                       |            |
| Accenture, Cl. A                      | 149,300               | 4,228,176  |
| Adobe Systems                         | 119,900 b             | 3,640,164  |
| Advanced Micro Devices                | 27,300 b              | 666,666    |
| Akamai Technologies                   | 94,600 b              | 3,423,574  |
| Amdocs                                | 115,600 b             | 4,230,960  |
| Apple Computer                        | 65,900 b              | 3,764,208  |
| Automatic Data Processing             | 83,700                | 3,795,795  |
| Avid Technology                       | 42,000 a,b            | 1,399,860  |
| Broadcom, Cl. A                       | 113,850 b             | 3,421,193  |
| CheckFree                             | 65,000 <sup>a,b</sup> | 3,221,400  |
| Cisco Systems                         | 169,600 b             | 3,312,288  |
| Citrix Systems                        | 56,500 b              | 2,267,910  |
| Cognizant Technology Solutions, Cl. A | 68,100 <sup>a,b</sup> | 4,587,897  |
| Comverse Technology                   | 144,700 a,b           | 2,860,719  |
| Corning                               | 272,000 b             | 6,579,680  |
| Dell                                  | 77,500 b              | 1,891,775  |
| Digital Insight                       | 28,500 b              | 977,265    |
| еВау                                  | 29,300 b              | 858,197    |
| Electronic Arts                       | 47,300 b              | 2,035,792  |
| EMC/Massachusetts                     | 194,500 b             | 2,133,665  |
| Google, Cl. A                         | 6,900 b               | 2,893,377  |
| Hewlett-Packard                       | 89,300                | 2,829,024  |
| Infosys Technologies, ADR             | 36,500                | 2,788,965  |
| Intel                                 | 101,700               | 1,927,215  |
|                                       |                       |            |

| Common Stocks (continued)  | Shares                | Value (\$)  |
|--|-----------------------|-------------|
| Information Technology (continued)   |                       |             |
| Juniper Networks   | 228,700 a,b           | 3,656,913   |
| Marvell Technology Group   | 45,900 b              | 2,034,747   |
| MEMC Electronic Materials  | 65,400 <sup>a,b</sup> | 2,452,500   |
| Microsoft  | 232,600               | 5,419,580   |
| Motorola   | 145,200               | 2,925,780   |
| National Semiconductor   | 91,000                | 2,170,350   |
| NAVTEQ   | 21,700 b              | 969,556     |
| Network Appliance  | 104,800 b             | 3,699,440   |
| Qualcomm   | 89,800                | 3,598,286   |
| Red Hat  | 14,300 b              | 334,620     |
| Salesforce.com   | 38,100 a,b            | 1,015,746   |
| SAP, ADR   | 68,900                | 3,618,628   |
| Seagate Technology   | 45,900                | 1,039,176   |
| Sirf Technology Holdings   | 26,900 a,b            | 866,718     |
| Taiwan Semiconductor Manufacturing   | 42,465                | 76,598      |
| Taiwan Semiconductor   |                       |             |
| Manufacturing, ADR   | 485,927               | 4,460,810   |
| Tellabs  | 49,000 b              | 652,190     |
| Texas Instruments  | 89,500                | 2,710,955   |
| Yahoo!   | 141,200 b             | 4,659,600   |
|  |                       | 116,097,958 |
| Total Common Stocks  |                       |             |
| (cost \$102,404,029)   |                       | 123,556,884 |
| Other Investment-3.0%  |                       |             |
| Registered Investment Company;   |                       |             |
| Dreyfus Institutional Preferred Plus Money Market Fund<br>(cost \$4,086,718) | 4,086,718 c           | 4,086,718   |

| Investment of Cash Collateral<br>for Securities Loaned-11.4%     | Shares       | Value (\$)  |
|--|--------------|-------------|
| Registered Investment Company;                                   |              |             |
| Dreyfus Institutional Cash Advantage Fund<br>(cost \$15,271,910) | 15,271,910 c | 15,271,910  |
| Total Investments (cost \$121,762,657)                           | 106.8%       | 142,915,512 |
| Liabilities, Less Cash and Receivables                           | (6.8%)       | (9,132,046) |
| Net Assets   | 100.0%       | 133,783,466 |

ADR—American Depository Receipts

<sup>a</sup> All or a portion of these securities are on loan. At June 30, 2006, the total market value of the portfolio's securities on loan is \$14,685,845 and the total market value of the collateral held by the portfolio is \$15,271,910.

<sup>b</sup> Non-income producing security.

<sup>c</sup> Investment in affiliated money market mutual fund.

| Portfolio Summary (Unauc | dited)+   |             |           |
|--------------------------|-----------|-------------|-----------|
|                          | Value (%) |             | Value (%) |
| Information Technology   | 86.8      | Health Care | 2.6       |
| Money Market Investments | 14.4      |             |           |
| Consumer Discretionary   | 3.0       |             | 106.8     |

† Based on net assets.

# STATEMENT OF ASSETS AND LIABILITIES

June 30, 2006 (Unaudited)

|  | Cast        |               |
|--|-------------|---------------|
|  | Cost        | Value         |
| Assets (\$):   |             |               |
| Investments in securities-   |             |               |
| See Statement of Investments:  |             |               |
| (including securities on loan,<br>valued at \$14,685,845)–Note 1(c): |             |               |
| Unaffiliated issuers   | 102,404,029 | 123,556,884   |
| Affiliated issuers   | 19,358,628  | 19,358,628    |
| Cash   |             | 124,873       |
| Cash denominated in foreign currencies                               | 4,246,913   | 4,274,852     |
| Receivable for investment securities sold                            |             | 2,918,277     |
| Dividends receivable   |             | 221,890       |
| Receivable for shares of Beneficial Interest subscribed              |             | 10,569        |
| Prepaid expenses   |             | 7,391         |
|  |             | 150,473,364   |
| Liabilities (\$):  |             |               |
| Due to The Dreyfus Corporation and affiliates-Note 3(b)              |             | 104,722       |
| Liabilities for securities on Ioan–Note 1(c)                         |             | 15,271,910    |
| Payable for investment securities purchased                          |             | 1,253,062     |
| Payable for shares of Beneficial Interest redeemed                   |             | 35,502        |
| Accrued expenses   |             | 24,702        |
|  |             | 16,689,898    |
| Net Assets (\$)  |             | 133,783,466   |
| Composition of Net Assets (\$):                                      |             |               |
| Paid-in capital  |             | 241,140,903   |
| Accumulated investment (loss)-net                                    |             | (8,636)       |
| Accumulated net realized gain (loss) on investments                  |             | (128,530,156) |
| Accumulated net unrealized appreciation (depreciation)               |             | 21 101 255    |
| on investments and foreign currency transactions Net Assets (\$)     |             | 21,181,355    |
| NET ASSETS (\$)  |             | 133,783,466   |

| Net Asset Value Per Share      |                |                |
|--------------------------------|----------------|----------------|
|                                | Initial Shares | Service Shares |
| Net Assets (\$)                | 72,180,640     | 61,602,826     |
| Shares Outstanding             | 8,223,202      | 7,125,809      |
| Net Asset Value Per Share (\$) | 8.78           | 8.65           |

# STATEMENT OF OPERATIONS

Six Months Ended June 30, 2006 (Unaudited)

| Investment Income (\$):  |             |
|--|-------------|
| Income:  |             |
| Cash dividends (net of \$42,997 foreign taxes withheld at source):                             |             |
| Unaffiliated issuers   | 353,730     |
| Affiliated issuers   | 214,119     |
| Income from securities lending   | 56,048      |
| Total Income   | 623,897     |
| Expenses:  |             |
| Investment advisory fee–Note 3(a)  | 510,409     |
| Distribution fees–Note 3(b)  | 72,390      |
| Professional fees  | 25,215      |
| Custodian fees–Note 3(b)   | 16,598      |
| Prospectus and shareholders' reports   | 2,055       |
| Trustees' fees and expenses-Note 3(c)  | 1,911       |
| Shareholder servicing costs-Note 3(b)  | 517         |
| Miscellaneous  | 3,869       |
| Total Expenses   | 632,964     |
| Less-reduction in custody fees   |             |
| due to earnings credits–Note 1(c)  | (431)       |
| Net Expenses   | 632,533     |
| Investment (Loss)-Net  | (8,636)     |
| Realized and Unrealized Gain (Loss) on Investments–Note 4 (\$):                                |             |
| Net realized gain (loss) on investments and foreign currency transactions                      | 2,662,630   |
| Net realized gain (loss) on forward currency exchange contracts                                | (1,823)     |
| Net Realized Gain (Loss)   | 2,660,807   |
| Net unrealized appreciation (depreciation)<br>on investments and foreign currency transactions | (6,907,587) |
| Net Realized and Unrealized Gain (Loss) on Investments   | (4,246,780) |
| Net (Decrease) in Net Assets Resulting from Operations   | (4,255,416) |
|  | (1,200,110) |

# STATEMENT OF CHANGES IN NET ASSETS

|  | Six Months Ended |                   |
|--|------------------|-------------------|
|  | June 30, 2006    | Year Ended        |
|  | (Unaudited)      | December 31, 2005 |
| Operations (\$):   |                  |                   |
| Investment (loss)–net  | (8,636)          | (361,736)         |
| Net realized gain (loss) on investments                      | 2,660,807        | 1,071,068         |
| Net unrealized appreciation<br>(depreciation) on investments | (6,907,587)      | 3,580,187         |
| Net Increase (Decrease) in Net Assets                        |                  |                   |
| Resulting from Operations                                    | (4,255,416)      | 4,289,519         |
| Beneficial Interest Transactions (\$):                       |                  |                   |
| Net proceeds from shares sold:                               |                  |                   |
| Initial shares   | 3,344,364        | 5,340,546         |
| Service shares   | 14,146,888       | 18,471,720        |
| Cost of shares redeemed:                                     |                  |                   |
| Initial shares   | (7,804,010)      | (23,038,519)      |
| Service shares   | (2,722,470)      | (4,433,718)       |
| Increase (Decrease) in Net Assets from                       |                  |                   |
| Beneficial Interest Transactions                             | 6,964,772        | (3,659,971)       |
| Total Increase (Decrease) in Net Assets                      | 2,709,356        | 629,548           |
| Net Assets (\$):   |                  |                   |
| Beginning of Period  | 131,074,110      | 130,444,562       |
| End of Period  | 133,783,466      | 131,074,110       |
| Investment (loss)–net  | (8,636)          | -                 |
| Capital Share Transactions (Shares):                         |                  |                   |
| Initial Shares   |                  |                   |
| Shares sold  | 356,741          | 631,081           |
| Shares redeemed  | (839,416)        | (2,756,505)       |
| Net Increase (Decrease) in Shares Outstanding                | (482,675)        | (2,125,424)       |
| Service Shares   |                  |                   |
| Shares sold  | 1,556,810        | 2,219,052         |
| Shares redeemed  | (296,325)        | (537,618)         |
| Net Increase (Decrease) in Shares Outstanding                | 1,260,485        | 1,681,434         |

### FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single portfolio share. Total return shows how much your investment in the portfolio would have increased (or decreased) during each period, assuming you had reinvested all dividends and distributions. These figures have been derived from the portfolio's financial statements.

|                                 | Six Months Ended    |        |                         |         |         |         |  |  |  |
|---------------------------------|---------------------|--------|-------------------------|---------|---------|---------|--|--|--|
|                                 | June 30, 2006       |        | Year Ended December 31, |         |         |         |  |  |  |
| Initial Shares                  | (Unaudited)         | 2005   | 2004                    | 2003    | 2002    | 2001    |  |  |  |
| Per Share Data (\$):            |                     |        |                         |         |         |         |  |  |  |
| Net asset value,                |                     |        |                         |         |         |         |  |  |  |
| beginning of period             | 9.05                | 8.72   | 8.68                    | 5.75    | 9.49    | 14.19   |  |  |  |
| Investment Operations:          |                     |        |                         |         |         |         |  |  |  |
| Investment (loss)—netª          | (.00) <sup>b</sup>  | (.02)  | (.01)                   | (.03)   | (.04)   | (.02)   |  |  |  |
| Net realized and unrealized     |                     |        |                         |         |         |         |  |  |  |
| gain (loss) on investments      | (.27)               | .35    | .05                     | 2.96    | (3.70)  | (4.68)  |  |  |  |
| Total from Investment Operation | s (.27)             | .33    | .04                     | 2.93    | (3.74)  | (4.70)  |  |  |  |
| Net asset value, end of period  | 8.78                | 9.05   | 8.72                    | 8.68    | 5.75    | 9.49    |  |  |  |
| Total Return (%)                | (2.98) <sup>c</sup> | 3.78   | .46                     | 50.96   | (39.41) | (33.12) |  |  |  |
| Ratios/Supplemental Data (%)    | :                   |        |                         |         |         |         |  |  |  |
| Ratio of total expenses         |                     |        |                         |         |         |         |  |  |  |
| to average net assets           | .41c                | .81    | .85                     | .88     | .89     | .87     |  |  |  |
| Ratio of net expenses           |                     |        |                         |         |         |         |  |  |  |
| to average net assets           | .41c                | .81    | .85                     | .88     | .89     | .87     |  |  |  |
| Ratio of net investment income  |                     |        |                         |         |         |         |  |  |  |
| (loss) to average net assets    | .04c                | (.21)  | (.10)                   | (.42)   | (.53)   | (.15)   |  |  |  |
| Portfolio Turnover Rate         | 44.09¢              | 49.08  | 62.50                   | 38.22   | 91.47   | 86.25   |  |  |  |
| Net Assets, end of period       |                     |        |                         |         |         |         |  |  |  |
| (\$ x 1,000)                    | 72,181              | 78,753 | 94,397                  | 102,441 | 52,786  | 94,992  |  |  |  |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Amount represents less than \$.01 per share.

Not annualized.

| Six Months Ended  |                     |        |                         |        |         |         |  |  |
|---|---------------------|--------|-------------------------|--------|---------|---------|--|--|
| June  | June 30, 2006       |        | Year Ended December 31, |        |         |         |  |  |
| Service Shares (1                                       | Jnaudited)          | 2005   | 2004                    | 2003   | 2002    | 2001    |  |  |
| Per Share Data (\$):                                    |                     |        |                         |        |         |         |  |  |
| Net asset value,<br>beginning of period                 | 8.92                | 8.62   | 8.60                    | 5.71   | 9.45    | 14.19   |  |  |
| Investment Operations:                                  |                     |        |                         |        |         |         |  |  |
| Investment (loss)–netª                                  | (.01)               | (.04)  | (.02)                   | (.05)  | (.05)   | (.05)   |  |  |
| Net realized and unrealized gain (loss) on investments  | (.26)               | .34    | .04                     | 2.94   | (3.69)  | (4.69)  |  |  |
| Total from Investment Operations                        | (.27)               | .30    | .02                     | 2.89   | (3.74)  | (4.74)  |  |  |
| Net asset value, end of period                          | 8.65                | 8.92   | 8.62                    | 8.60   | 5.71    | 9.45    |  |  |
| Total Return (%)  | (3.03) <sup>b</sup> | 3.48   | .23                     | 50.61  | (39.58) | (33.40) |  |  |
| Ratios/Supplemental Data (%):                           |                     |        |                         |        |         |         |  |  |
| Ratio of total expenses to average net assets           | .53 <sup>b</sup>    | 1.06   | 1.10                    | 1.13   | 1.12    | 1.20    |  |  |
| Ratio of net expenses<br>to average net assets          | .53 <sup>b</sup>    | 1.06   | 1.10                    | 1.13   | 1.12    | 1.20    |  |  |
| Ratio of net investment (loss)<br>to average net assets | (.07) <sup>b</sup>  | (.46)  | (.24)                   | (.70)  | (.77)   | (.60)   |  |  |
| Portfolio Turnover Rate                                 | 44.09 <sup>b</sup>  | 49.08  | 62.50                   | 38.22  | 91.47   | 86.25   |  |  |
| Net Assets, end of period<br>(\$ x 1,000)               | 61,603              | 52,321 | 36,047                  | 17,353 | 5,787   | 8,151   |  |  |

<sup>a</sup> Based on average shares outstanding at each month end.

<sup>b</sup> Not annualized.

#### NOTE 1-Significant Accounting Policies:

Dreyfus Investment Portfolios (the "fund") is registered under the Investment Company Act of 1940, as amended (the "Act"), as an openend management investment company, operating as a series company, currently offering nine series, including the Technology Growth Portfolio (the "portfolio"). The portfolio is only offered to separate accounts established by insurance companies to fund variable annuity contracts and variable life insurance policies. The portfolio is a diversified series. The portfolio's investment objective is to provide capital appreciation. The Dreyfus Corporation (the "Manager" or "Dreyfus") serves as the portfolio's investment adviser. The Manager is a wholly-owned subsidiary of Mellon Financial Corporation ("Mellon Financial").

Dreyfus Service Corporation (the "Distributor"), a wholly-owned subsidiary of the Manager, is the distributor of the portfolio's shares, which are sold without a sales charge. The portfolio is authorized to issue an unlimited number of \$.001 par value shares of Beneficial Interest in each of the following classes of shares: Initial and Service. Each class of shares has identical rights and privileges, except with respect to the distribution plan and the expenses borne by each class and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The fund accounts separately for the assets, liabilities and operations of each series. Expenses directly attributable to each series are charged to that series' operations; expenses which are applicable to all series are allocated among them on a pro rata basis.

The portfolio's financial statements are prepared in accordance with U.S. generally accepted accounting principles, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The portfolio's maximum exposure under these arrangements is unknown. The portfolio does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: Investments in securities are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sale price. Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices, except for open short positions, where the asked price is used for valuation purposes. Bid price is used when no asked price is available. Investments in registered investment companies are valued at their net asset value. When market quotations or official closing prices are not readily available, or are determined not to reflect accurately fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded (for example, a foreign exchange or market), but before the portfolio calculates its net asset value, the portfolio may value these investments at fair value as determined in accordance with the procedures approved by the Board of Trustees. Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant ADR's and futures contracts. For other securities that are fair valued by the Board of Trustees, certain factors may be considered such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold, and public trading in similar securities of the issuer or comparable issuers. Financial futures are valued at the last sales price. Investments denominated in foreign currencies are translated to U.S. dollars at the prevailing rates of exchange. Forward currency exchange contracts are valued at the forward rate.

(b) Foreign currency transactions: The portfolio does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss on investments.

Net realized foreign exchange gains or losses arise from sales and maturities of short-term securities, sales of foreign currencies, currency gains or losses realized on securities transactions and the difference between the amounts of dividends, interest and foreign withholding taxes recorded on the portfolio's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains or losses arise from changes in the value of assets and liabilities other than investments in securities resulting from changes in exchange rates. Such gains and losses are included with net realized and unrealized gain or loss on investments.

(c) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gain and loss from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

The portfolio has an arrangement with the custodian bank whereby the portfolio receives earnings credits from the custodian when positive cash balances are maintained, which are used to offset custody fees. For financial reporting purposes, the portfolio includes net earnings credits as an expense offset in the Statement of Operations.

Pursuant to a securities lending agreement with Mellon Bank, N.A., an affiliate of the Manager, the portfolio may lend securities to qualified institutions. It is the portfolio's policy, that at origination, all loans are secured by collateral of at least 102% of the value of U.S. securities loaned and 105% of the value of foreign securities loaned. Collateral equivalent to at least 100% of the market value of securities on loan is maintained at all times. Cash collateral is invested in certain money

market mutual funds managed by the Manager. The portfolio is entitled to receive all income on securities loaned, in addition to income earned as a result of the lending transaction. Although each security loaned is fully collateralized, the portfolio bears the risk of delay in recovery of, or loss of rights in, the securities loaned should a borrower fail to return the securities in a timely manner.

(d) Affiliated issuers: Investments in other investment companies advised by the Manager are defined as "affiliated" in the Act.

(e) Dividends to shareholders: Dividends are recorded on the ex-dividend date. Dividends from investment income-net and dividends from net realized capital gain, if any, are normally declared and paid annually, but the portfolio may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gain can be offset by capital loss carryovers, it is the policy of the portfolio not to distribute such gain. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles.

(f) Federal income taxes: It is the policy of the portfolio to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income sufficient to relieve it from substantially all federal income and excise taxes.

The portfolio has an unused capital loss carryover of \$129,065,164 available for federal income tax purposes to be applied against future net securities profits, if any, realized subsequent to December 31, 2005. If not applied, \$8,991,103 of the carryover expires in fiscal 2008, \$68,467,967 expires in fiscal 2009, \$40,345,577 expires in fiscal 2010, \$7,722,694 expires in fiscal 2011 and \$3,537,823 expires in fiscal 2012.

#### NOTE 2-Bank Line of Credit:

The portfolio participates with other Dreyfus-managed funds in a \$100 million unsecured line of credit primarily to be utilized for temporary or emergency purposes, including the financing of redemptions. Interest is charged to the portfolio based on prevailing market rates in effect at the time of borrowing. During the period ended June 30, 2006, the portfolio did not borrow under the line of credit.

# NOTE 3-Investment Advisory Fee and Other Transactions With Affiliates:

(a) Pursuant to an Investment Advisory Agreement with the Manager, the investment advisory fee is computed at the annual rate of .75% of the value of the portfolio's average daily net assets and is payable monthly.

(b) Under the Distribution Plan (the "Plan") adopted pursuant to Rule 12b-1 under the Act, Service shares pay the Distributor for distributing their shares, for servicing and/or maintaining Service shares shareholder accounts and for advertising and marketing for Service shares. The Plan provides for payments to be made at an annual rate of .25% of the value of the Service shares' average daily net assets. The Distributor may make payments to Participating Insurance Companies and to brokers and dealers acting as principal underwriter for their variable insurance products. The fees payable under the Plan are payable without regard to actual expenses incurred. During the period ended June 30, 2006, Service shares were charged \$72,390 pursuant to the Plan.

The portfolio compensates Dreyfus Transfer, Inc., a wholly-owned subsidiary of the Manager, under a transfer agency agreement for providing personnel and facilities to perform transfer agency services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$211 pursuant to the transfer agency agreement.

The portfolio compensates Mellon Bank, N.A., an affiliate of the Manager, under a custody agreement for providing custodial services for the portfolio. During the period ended June 30, 2006, the portfolio was charged \$16,598 pursuant to the custody agreement.

During the period ended June 30, 2006, the portfolio was charged \$1,926 for services performed by the Chief Compliance Officer.

The components of Due to The Dreyfus Corporation and affiliates in the Statement of Assets and Liabilities consist of: investment advisory fees \$80,461, Rule 12b-1 distribution plan fees \$12,128, custodian fees \$10,141, chief compliance officer fees \$1,926 and transfer agency per account fees \$66.

(c) Each Board member also serves as a Board member of other funds within the Dreyfus complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

(d) Pursuant to an exemptive order from the SEC, the portfolio may invest its available cash balances in affiliated money market mutual funds. Management fees of the underlying money market mutual funds have been waived by the Manager.

#### NOTE 4-Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities and forward currency exchange contracts, during the period ended June 30, 2006, amounted to \$63,368,256 and \$56,201,574, respectively.

The portfolio may enter into forward currency exchange contracts in order to hedge its exposure to changes in foreign currency exchange rates on its foreign portfolio holdings and to settle foreign currency transactions. When executing forward currency exchange contracts, the portfolio is obligated to buy or sell a foreign currency at a specified rate on a certain date in the future. With respect to sales of forward currency exchange contracts, the portfolio would incur a loss if the value of the contract increases between the date the forward contract is opened and the date the forward contract is closed. The portfolio realizes a gain if the value of the contract decreases between those dates. With respect to purchases of forward currency exchange contracts, the portfolio would incur a loss if the value of the contract decreases between the date the forward contract is opened and the date the forward contract is closed. The portfolio realizes a gain if the value of the contract increases between those dates. The portfolio is also exposed to credit risk associated with counter party nonperformance on these forward currency exchange contracts which is typically limited to the unrealized gain on each open contract. At June 30, 2006, there were no forward currency exchange contracts outstanding.

At June 30, 2006, accumulated net unrealized appreciation on investments was \$21,152,855, consisting of \$24,675,357 gross unrealized appreciation and \$3,522,502 gross unrealized depreciation.

At June 30, 2006, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Statement of Investments).

# For More Information

#### Dreyfus Investment Portfolios, Technology Growth Portfolio

200 Park Avenue New York, NY 10166

#### Investment Adviser

The Dreyfus Corporation 200 Park Avenue New York, NY 10166

#### Custodian

Mellon Bank, N.A. One Mellon Bank Center Pittsburgh, PA 15258

#### Transfer Agent & Dividend Disbursing Agent

Dreyfus Transfer, Inc. 200 Park Avenue New York, NY 10166

#### Distributor

Dreyfus Service Corporation 200 Park Avenue New York, NY 10166

#### Telephone 1-800-554-4611 or 516-338-3300

Mail The Dreyfus Family of Funds, 144 Glenn Curtiss Boulevard, Uniondale, NY 11556-0144 Attn: Investments Division

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The portfolio's Forms N-Q are available on the SEC's website at http://www.sec.gov and may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

A description of the policies and procedures that the portfolio uses to determine how to vote proxies relating to portfolio securities, and information regarding how the portfolio voted these proxies for the 12-month period ended June 30, 2006, is available at http://www.dreyfus.com and on the SEC's website at http://www.sec.gov. The description of the policies and procedures is also available without charge, upon request, by calling 1-800-645-6561.

