

CONESTOGA
SMALL CAP FUND

Managed By



ANNUAL REPORT

September 30, 2011

November 29, 2011

Dear Fellow Shareholders of the Conestoga Small Cap Fund,

I am pleased to be writing my first letter as the new Chairman of the Conestoga Funds. As a co-founder of Conestoga Capital Advisors (the Adviser) I am enthusiastic about taking on the additional responsibilities. It is gratifying to report the Fund's solid performance of a positive 5.96% for the fiscal year ended, September 2011. The Russell 2000 and Russell 2000 Growth Indices experienced negative returns during the same period. During this period of extreme volatility the Fund's focus on high quality, well-managed and well-capitalized small cap companies helped produce these returns with less risk versus the Fund's benchmarks. As was the case in previous years, the Fund's turnover ratio remained under 25%.

The Fund's strong performance has enabled it to grow in assets from \$103,065,768 to \$133,214,244, an increase of 29% from fiscal year end 2010. The Fund had 2,411 shareholders on fiscal year end 2011 versus 986 shareholders the previous fiscal year, evidence of the growing awareness of the Fund in the investment community. In June of 2011, the Fund was represented at the Annual Morningstar Investment Conference for the first time. It was a very positive experience and as we look forward to 2012, it is my expectation that the Fund will gain additional exposure.

The Fund continues to grow, and so does the list of platforms where the Fund is available for purchase. Currently, the Fund is available for purchase on 58 different platforms. The most notable platform update during the fiscal year was the transition from the Fidelity Transaction Fee platform to the No-Transaction Fee platform. Several selling agreements were executed for different 401k administrative platforms during the year.

On September 1st, 2011, Mr. Christopher Maxwell, resigned as a Trustee of the Conestoga Funds. Mr. Maxwell was instrumental in launching the Fund in 2002, serving as Chairman for many years. The Partners of Conestoga Capital Advisors express our appreciation for his endeavors during this formative period. Robert M. Mitchell, a co-founder of the Adviser and co-portfolio manager of the Fund has joined the board as an Interested Trustee.

We are very appreciative of the support and confidence entrusted in us by the shareholders of the Conestoga Small Cap Fund. Thank you for investing along with us in the Conestoga Small Cap Fund.

Wm. C. Martindale Jr.

Wm. C. Martindale Jr.
Chairman and Chief Executive Officer
The Conestoga Funds

November 29, 2011

Dear Fellow Shareholders,

The Conestoga Small Cap Fund's fiscal year (October 1 - September 30) began with six months of very strong market returns, as the recovery from the 2008 bear market continued. However, investor sentiment turned sharply negative during the spring and summer of 2011, and major equity markets posted sharp declines over the six months ending September 30, 2011. Concerns about the government debt crises in Europe combined with political wrangling in the United States stoked fears that the global economy would slip back into recession. Indeed, job creation remained anemic and, generally speaking, economic data reported during the past few quarters reveal only sluggish growth. As one might expect, the poor performance by stocks was accompanied by a flight to safety. Investors moved to the perceived safe havens of U.S Treasury securities and gold. Yields on U.S. 10-Year Treasury Bonds, which began 2011 with a yield 3.30%, fell to as low as 1.72% in late September 2011. Gold moved from approximately \$1400 per ounce at the beginning of the calendar year, to a high of almost \$1900 per ounce in September 2011.

Investors' preference for safer assets in a world of uncertainty also impacted the range of equity returns over the past year. Large capitalization stocks outperformed small capitalization stocks, and stocks perceived as higher-quality outperformed lower-quality companies. The stronger returns for higher-quality companies favored the Conestoga Small Cap Fund, which outperformed the benchmark Russell 2000 Growth and Russell 2000 Indices. The Fund has also outperformed the large cap market as measured by the Standard & Poor's 500 Index. Returns for the Fund, the small cap benchmarks, and the S&P 500 are below:

Annualized Returns vs. Russell and Standard & Poor's Indices

	YTD 2011	1 Year	3 Years*	5 Years*	Since Inception* (10-01-02)
Conestoga Small Cap Fund	-7.64%	5.96%	5.10%	3.57%	9.02%
Russell 2000 Index	-17.02%	-3.53%	-0.37%	-1.02%	7.80%
Russell 2000 Growth Index	-15.57%	-1.12%	2.07%	0.96%	8.30%
Standard & Poor's 500 Index	-8.68%	1.14%	1.22%	-1.18%	5.31%

*Periods longer than one year are annualized. Source: Conestoga, FactSet, Russell Investments, S&P.

While we were disappointed to experience the equity market's decline over the last six months, we take some comfort that the Fund's performance has been consistent with our investment approach, and in keeping with our historical characteristic of protecting capital in down markets. Since the Fund's inception, the volatility of returns for the Fund (as measured by standard deviation) has been lower than the Russell 2000 and Russell 2000 Growth indices. Over the past five years ended September 30, 2011, the Fund's returns have been less volatile than the Russell 2000, Russell 2000 Growth, and S&P 500 indices.

Market volatility is painful to experience, but we believe it often provides attractive opportunities to invest in small capitalization equities. Investors become myopically focused on current macroeconomic events that shape the near-term direction of the markets, and they lose sight of the merits of the individual companies and their long-term growth prospects. We note that in slower growth economies (GDP Growth less than 3%), small caps tend to outperform large caps (*Furey Research Partners - November 8, 2011*). We expect that the current economic environment will be marked by sluggish growth, as consumers and governments work through the de-leveraging of their balance sheets. We believe

the companies in the Fund are well positioned for the economic climate, given their strong balance sheets and sustainable earnings growth.

The current economic environment provides a great backdrop for us to apply our long-term approach to buying high quality small capitalization companies. While not as active as we were in late 2008 and early 2009, we were busy this summer adding five new stocks to the portfolio: Hibbett Sports, Inc. (HIBB); Innerworkings, Inc. (INWK); National Research Corporation, Inc. (NRCI); Stratasy, Inc. (SSYS); and Zipcar, Inc. (ZIP). The market's decline allowed us to purchase two of the stocks at prices that were down 25% or more from their recent highs. HIBB, INWK, NRCI and ZIP outperformed on a relative basis during our holding period in the third quarter 2011. SSYS underperformed during 3Q11, and this underperformance provided us with an opportunity to make an additional 1% purchase of SSYS later in the quarter, bringing it to a full target weight of 2% or more.

We have received questions from Fund shareholders, advisors and consultants about how we assessed the potential impact of political and macroeconomic developments on the Fund. In the course of the significant number of conversations and visits that we have had with the Fund's current holdings, potential candidates for the Fund, and other public companies in the summer and early fall of 2011, the companies were not seeing the fall-off in demand that is being suggested in the news, by economists, and on CNBC. Perhaps these companies are last to see the slowdown, but in our conversations it simply does not feel as gloomy as 2008 right now. Cases in point: we visited with two of our top holdings, CoStar Group, Inc. (CSGP) and Sun Hydraulics, Inc. (SNHY), in late August and late September, respectively. CSGP's management team stated the commercial real estate customer's demand for the product was still strong, and they had not seen any decline in business. SNHY's management team said they had seen a slowing in their business from earlier in the year, however business was still solid. These conversations were fairly typical of those held throughout the summer and early fall period.

As we are in the midst of the fourth quarter, we have been closely monitoring quarterly earnings reports and management conference calls, as always. We believe that even in a difficult economic environment, the holdings in the Fund are well-positioned to outperform their competitors in the years ahead. As we pen this letter in November, roughly two-thirds of the Fund's holdings have reported earnings, and those reports have been solid. The companies within the Fund have posted 14.9% sales growth and 20.5% growth in operating income in their latest quarterly report. We believe this strong growth in a difficult economic environment is a function of the continued investments our portfolio companies made in 2008 and 2009. As we have discussed in prior letters, these continued investments may take longer to impact the income statement and balance sheet, but we believe they demonstrate that the portfolio companies have improved their competitive position.

Lastly, we note that there has been increased discussion concerning the relative valuation of small cap stocks to large cap stocks. While the small cap market overall appears somewhat expensive relative to large cap stocks (as measured by comparing price-to-earnings ratios), it is our belief that this is largely due to the high valuations being placed on low quality stocks. In a recent report from Furey Research Partners, stocks with low or no earnings account for virtually all of the premium valuation of small cap stocks relative to large cap stocks, while high quality stocks are actually trading at a discount. While high quality stocks have performed well in calendar 2011, we believe that the performance cycle favoring high quality is still in the early stages.

Conestoga Capital Advisors marked its tenth anniversary on July 1, 2011. From our beginnings with just over \$80 million in client assets under management, the Firm has grown to over \$570 million in assets under management at

the end of October 2011. Launching Conestoga Capital Advisors with our own capital in 2001, we would have been hard pressed to imagine the challenges that would face the investment markets in the past decade. Beginning with the September 11th, 2001 terrorist attacks, and followed by a recession and two wars, the early years of Conestoga were eventful. Those valuable experiences continue to serve us well today, as we continue to employ the disciplines of our investment approach, and the prudent management of the firm.

As the markets began to recover in 2002, we took the bold step of launching the Conestoga Small Cap Fund. Beginning with roughly \$1 million in assets, the Fund has grown to nearly \$170 million in assets today. The Fund has experienced steady growth in assets under management, and we appreciate the support of Registered Investment Advisors (RIAs), Wealth Advisors, Trust Departments, Institutional Consultants and Individual Shareholders that have recommended the Fund to their clients. Year-to-date through November 22, 2011, the Fund has experienced net inflow of \$40.8 million. We believe that our more conservative approach to small cap investing, which focuses on companies with positive earnings and sustainable growth rates, is especially appropriate in today's more volatile environment and has been key to attracting investors to the Fund. We are grateful for the continued support of our new and long-term investors, and will continue to make every effort to deliver above market returns with lower volatility and downside protection. As always, we appreciate the trust and confidence that you have placed in Conestoga Capital Advisors.

Sincerely,

William C. Martindale, Jr.
Managing Partner - Co-Portfolio Manager

Robert M. Mitchell
Managing Partner - Co-Portfolio Manager

Dave Lawson
Managing Partner - Senior Research Analyst

Joe Monahan
Managing Partner - Senior Research Analyst

CONESTOGA SMALL CAP FUND

Additional Comments (Unaudited)

Fund Growth

The Fund continued to grow in 2011. Total net assets increased from \$103,065,768 at the end of fiscal 2010 to \$133,214,244 at the end of fiscal 2011.

Portfolio Turnover and Capital Gains Distributions

The Conestoga Small Cap Fund generally has a much lower turnover rate than many other small cap growth funds. For the year ended September 30, 2011 the Fund's turnover rate was 18.03%, compared to 22.53% from the prior year. For the twelve month period ended September 30, 2011, the Fund did not make a capital gain or net income distribution.

Fund Expenses and Brokerage Costs

Fund Expenses

The Fund has a unified management fee. This means that the Adviser, Conestoga Capital Advisors, LLC, (the "Adviser") pays for most of the Fund's operating costs with the exception of the fees and expense of Independent Trustees, brokerage commissions, shareholder servicing fees, taxes, interest, other expenditures that are capitalized in accordance with generally accepted accounting principles, and extraordinary costs. As of January 2007, the Adviser charges the Fund an annualized rate of 1.20% of the daily average assets for the services it provides, while the total expense ratio of the Fund is 1.10% which includes a fee waiver. In the fiscal year ended September 30, 2011 the contractual amount the Fund owed the Adviser was \$1,621,721 of which \$225,453 was waived, resulting in net advisory fees of \$1,396,268.

The Conestoga Funds have what is called a "defensive" 12b-1 plan. This type of plan acknowledges that the Adviser may use its assets and resources to grow the Fund. The Adviser pays all of the marketing costs for the Fund out of its own resources and, other than the annual unified management fee, does not charge the Fund any additional expenses for promoting sales of the Fund's shares.

The Fund also has the ability to pay any qualified organization a shareholder servicing fee. This type of fee might be paid to an organization providing record keeping for Fund shareholders under its administration. At the present time, the Fund does not pay any organization a shareholder servicing fee, although the Adviser does pay certain organizations a shareholder servicing fee out of its own resources and at no additional cost to the Fund.

Investment Advisory Agreement

On November 18, 2010, The Board of Trustees approved the continuation of the Investment Advisory Agreement between the Trust, on behalf of the Fund and Conestoga Capital Advisors, LLC dated January 2nd 2008, through January 2nd 2012.

Securities Lending

During fiscal year 2011, the Fund did not participate in securities lending activities.

Trustee Fees

In addition to the fees that the Fund pays the Adviser, the Fund also pays the Trustees' fees and expenses. During fiscal 2011 Trustee fees and expenses amounted to \$90,310.

CONESTOGA SMALL CAP FUND

Additional Comments (Unaudited)

Brokerage Costs

During fiscal year 2011 the Fund paid brokerage costs of \$166,806, up from \$161,183 in fiscal 2010. Under current accounting standards, brokerage costs are not treated as current year expenses; rather, they are included when calculating the cost basis or proceeds from security transactions, but they are still costs paid by the shareholder.

Expenditures for brokerage were \$1.23 for every \$1,000 in average assets invested in the Fund for fiscal 2011, down from \$1.88 in fiscal 2010. The Fund pays brokers approximately \$0.06 per share for trade execution. The brokerage commissions are directed to firms that provide important statistical and financial information on portfolio holdings. Additionally, brokerage commissions are paid to firms providing research to the Fund's Portfolio Managers about current or prospective investments. The statistical and financial information provided as well as the research offered benefit all clients of the Adviser, not just the Fund. The Fund's share of commissions paid is proportionate to its share of all trading in small cap stocks undertaken by the Adviser. On a quarterly basis, the Adviser reviews the Fund's trading with the Board of Trustees.

At no time has the Fund ever used brokerage commissions to reward brokers for selling shares of the Fund.

The staff of the SEC has issued interpretive guidance relating to permissible uses of brokerage commissions, sometimes called "soft dollars." Based on its review of these guidelines, the Adviser believes that it is in compliance with these guidelines.

The Regulatory Environment

Board Composition

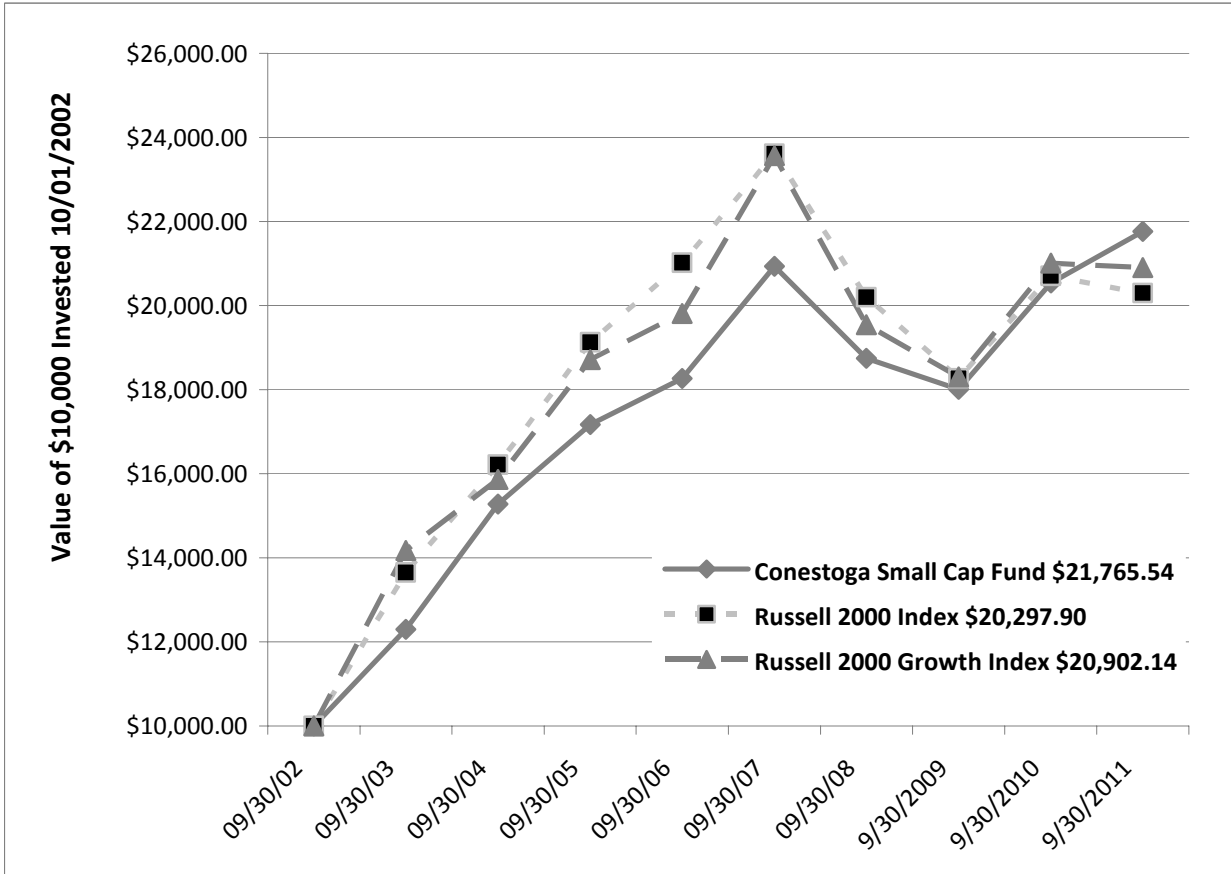
The Conestoga Fund has six Trustees. Four of them (66 2/3% of the Board) are Independent, and the Chair is an interested Trustee.

Fund Information

Subject to applicable laws, the management of the Conestoga Small Cap Fund is making every effort to provide as much information as desired by the shareholders of the Fund. In addition to information provided in the reports to shareholders and the prospectus and statement of additional information, much information is available online. You can access Fund information by going to www.conestogacapital.com and following the links to the Conestoga Funds. Current holdings and Fund facts are available on our website. If you prefer, you may call us at 1-800-320-7790 and ask for the information, or you may go to the SEC website at www.sec.gov and obtain copies of almost all information submitted by the Conestoga Funds to the SEC.

Conestoga Small Cap Fund

Comparison of Changes in Value of \$10,000 as of Closing Business Day Prior to Inception (October 1, 2002)
(Unaudited)



	<u>One Year Return</u>	<u>Five Year Return</u>	<u>Since Inception(10/1/2002 through 09/30/2011)</u>
Conestoga Small Cap Fund	5.96%	3.57%	9.02%
Russell 2000 Index	-3.53%	-1.02%	7.80%
Russell 2000 Growth Index	-1.12%	0.96%	8.30%

The Fund's past performance does not predict its future performance. The graph and table shown above do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares, but does reflect the reinvestment of all dividends and distributions.

CONESTOGA SMALL CAP FUND

Expense Example (Unaudited)

As a shareholder of the Conestoga Small Cap Fund, you incur the following costs: management fees, trustee fees, transaction costs and certain other Fund expenses. This Example is intended to help you understand your ongoing costs (in dollars) of investing in the Fund and to compare these costs with the ongoing costs of investing in other mutual funds. The Example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period, April 1, 2011 through September 30, 2011.

Actual Expenses

The first line of the table below provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid During the Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The second line of the table below provides information about hypothetical account values and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in this Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transactional costs, such as sales charges (loads), redemption fees, or exchange fees. Therefore, the second line of the table is useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transactional costs were included, your costs would have been higher.

Conestoga Small Cap Fund:

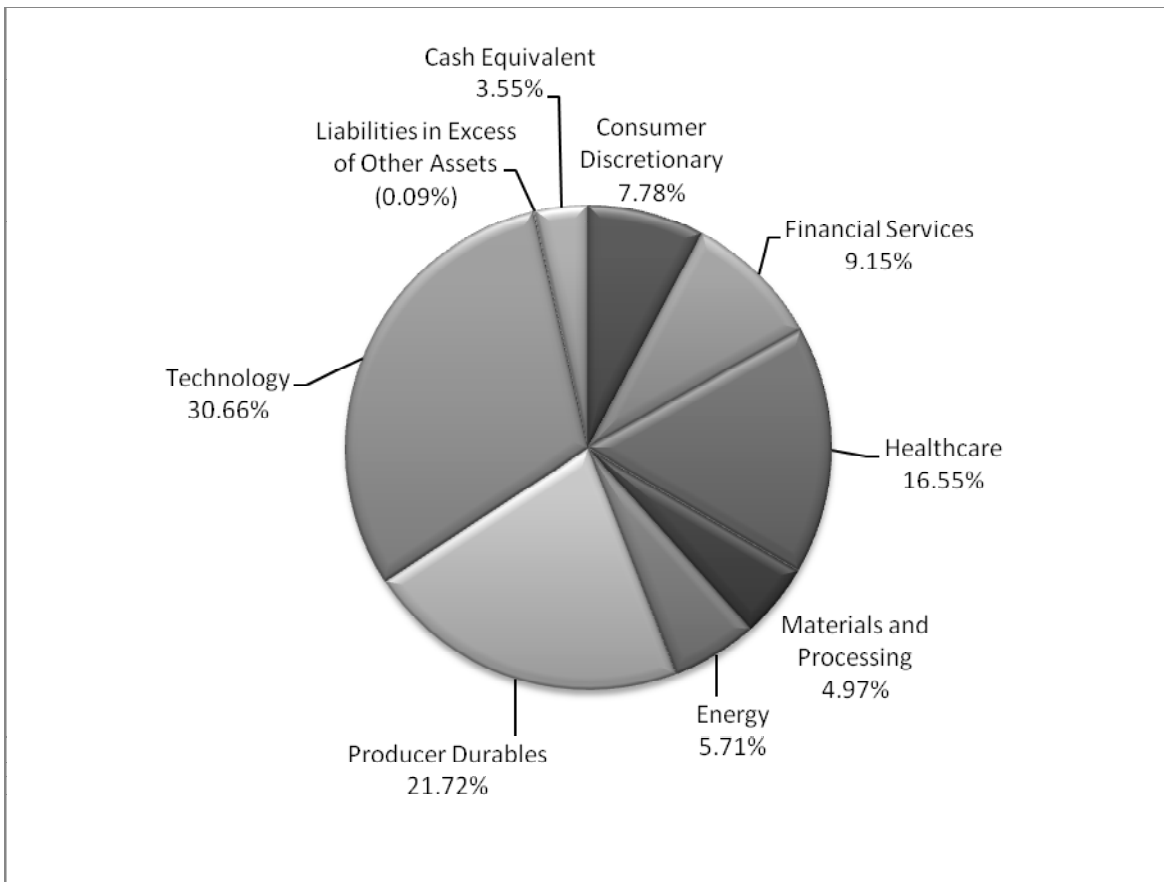
	<u>Beginning Account</u> <u>Value</u>	<u>Ending Account</u> <u>Value</u>	<u>Expenses Paid</u> <u>During the Period*</u>
	April 1, 2011	September 30, 2011	April 1, 2011 through September 30, 2011
Actual	\$1,000.00	\$849.10	\$5.19
Hypothetical (5% Annual Return before expenses)	\$1,000.00	\$1,019.45	\$5.67

* Expenses are equal to the Fund's annualized expense ratio of 1.10%, multiplied by the average account value over the period, multiplied by 183/365 (to reflect the one half year period).

CONESTOGA SMALL CAP FUND

Securities Holdings by Sector September 30, 2011 (Unaudited)

The following chart gives a visual breakdown of the Fund by the economic sectors*. The underlying securities represent a percentage of the total net assets. The total net assets of the Fund on September 30, 2011 were \$ 133,214,244.



*Russell Sectors

Cash Equivalent and **Liabilities** in excess of **Other Assets** are not Russell Sectors

CONESTOGA SMALL CAP FUND

Schedule of Investments
September 30, 2011

Shares	Value	% of Total Net Assets
COMMON STOCKS		
<u>Consumer Discretionary</u>		
Consumer Services		
98,575 Zipcar, Inc. *	\$ 1,774,350	
Educational Services		
44,500 Capella Education Company *	1,262,910	
191,900 Healthstream, Inc. *	2,462,077	
11,100 Strayer Education, Inc.	851,037	
Educational Services Total	4,576,024	
Retail		
39,150 Hibbett Sports, Inc. *	1,327,185	
Textile Apparel & Shoes		
170,000 Iconix Brand Group, Inc. *	2,686,000	
Consumer Discretionary Sector Total	10,363,559	7.78%
<u>Energy</u>		
Oil: Crude Producers		
51,000 Contango Oil & Gas, Inc. *	2,790,210	
Oil Well Equipment & Services		
27,451 Carbo Ceramics, Inc.	2,814,551	
22,325 Core Laboratories NV	2,005,455	
Oil Well Equipment & Services Total	4,820,006	
Energy Sector Total	7,610,216	5.71%
<u>Financial Services</u>		
Asset Management & Custodian		
110,000 Westwood Holdings Group, Inc.	3,800,500	
Financial Data & Systems		
146,000 Advent Software, Inc. *	3,044,100	
20,475 FactSet Research Systems, Inc.	1,821,661	
62,500 Morningstar, Inc.	3,527,500	
Financial Data & Systems Total	8,393,261	
Financial Services Sector Total	12,193,761	9.15%

CONESTOGA SMALL CAP FUND

Schedule of Investments
September 30, 2011

Shares	Value	% of Total Net Assets
COMMON STOCKS (continued)		
<u>Healthcare</u>		
Healthcare Services		
47,875 Quality Systems, Inc.	\$ 4,643,875	
Medical Equipment		
135,000 Abaxis, Inc. *	3,092,850	
Medical and Dental Instruments and Supplies		
161,000 Align Technology, Inc. *	2,442,370	
50,325 Integra Lifesciences Holdings Corp. *	1,800,125	
170,000 Meridian Bioscience, Inc.	2,675,800	
33,800 National Research Corp.	1,120,132	
59,751 Neogen Corporation *	2,075,750	
32,250 TECHNE Corporation	2,193,323	
Medical and Dental Instruments and Supplies Total	12,307,500	
Pharmaceuticals & Biotech		
330,000 Accelrys, Inc. *	1,999,800	
Healthcare Sector Total	22,044,025	16.55%
<u>Materials and Processing</u>		
Building Materials		
150,000 Simpson Manufacturing Company, Inc.	3,739,500	
Chemicals & Allied Products		
77,225 Balchem Corp. Class B	2,881,265	
Materials and Processing Sector Total	6,620,765	4.97%
<u>Producer Durables</u>		
Aerospace		
62,850 Aerovironment, Inc. *	1,769,227	
Commercial Services		
61,275 Advisory Board Company *	3,954,076	
105,000 Costar Group, Inc. *	5,456,850	
188,250 Innerworkings, Inc. *	1,475,880	
99,300 Ritchie Bros. Auctioneers, Inc.	2,004,867	
170,926 Rollins, Inc.	3,198,025	
130,000 Tetra Tech, Inc. *	2,436,200	
Commercial Services Total	18,525,898	

CONESTOGA SMALL CAP FUND

Schedule of Investments
September 30, 2011

Shares	Value	% of Total Net Assets
COMMON STOCKS(continued)		
Diversified Manufacturing Operations		
87,450 Raven Industries, Inc.	\$ 4,215,090	
Scientific Instruments: Control & Filter		
217,012 Sun Hydraulics Corporation	4,422,705	
Producer Durables Sector Total	28,932,920	21.72%
 <u>Technology</u>		
Computer Services Software & Systems		
41,650 Micros Systems, Inc. *	1,829,684	
240,000 NIC, Inc.	2,748,000	
55,000 Pegasystems, Inc.	1,683,550	
120,000 Pro Holdings, Inc. *	1,546,800	
160,000 Tyler Technologies, Inc. *	4,044,800	
Computer Services Software & Systems Total	11,852,834	
Electronic Components		
66,975 Hittite Microwave Corp. *	3,261,683	
80,000 NVE Corporation *	4,852,800	
Electronic Components Total	8,114,483	
Electronics		
83,350 Acacia Research Corp *	2,999,766	
119,500 II-VI, Inc. *	2,091,250	
Electronics Total	5,091,016	
Information Technology		
120,000 Blackbaud, Inc.	2,672,400	
240,000 Bottomline Technologies, Inc. *	4,833,600	
158,175 Comscore, Inc. *	2,668,412	
121,000 Sourcefire, Inc. *	3,237,960	
Information Technology Total	13,412,372	
Specialized Printing and Prototyping		
127,850 Stratasys, Inc. *	2,370,339	
Technology Sector Total	40,841,044	30.66%

CONESTOGA SMALL CAP FUND

Schedule of Investments

September 30, 2011

Shares	Value	% of Total Net Assets
<hr/> COMMON STOCKS(continued) <hr/>		
TOTAL COMMON STOCKS		
(Cost \$112,264,715)	\$128,606,290	96.54%
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SHORT-TERM INVESTMENTS		
4,729,264 UMB Bank Money Market Fiduciary 0.01%**		
(Cost \$4,729,264)	4,729,264	3.55%
<hr/>		
TOTAL INVESTMENTS		
(Cost \$116,993,979)	\$133,335,554	100.09%
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Liabilities In Excess Of Other Assets	(121,310)	0.09%
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TOTAL NET ASSETS	\$133,214,244	100.00%
<hr/> <hr/>		

* Non-income producing

** Variable rate effective at September 30, 2011.

CONESTOGA SMALL CAP FUND

Statement of Assets and Liabilities
September 30, 2011

Assets:	
Investments at Value (Cost \$116,993,979)	\$ 133,335,554
Receivables:	
Shareholder Subscriptions	81,964
Dividends	92,178
Interest	22
Total Assets	133,509,718
Liabilities:	
Accrued Investment Advisory Fees	116,614
Accrued Trustees' Fees and Expenses	32,109
Shareholder Redemptions Payable	146,751
Total Liabilities	295,474
Net Assets	\$ 133,214,244
Net Assets Consist of:	
Beneficial Interest Paid-in	\$ 112,814,839
Accumulated Net Realized Gain on Investments	4,057,830
Net Unrealized Appreciation in Value of Investments	16,341,575
Net Assets, for 6,521,900 Shares Outstanding, Unlimited Number of Shares Authorized with a \$0.001 Par Value	\$ 133,214,244
Net Asset Value, Offering and Redemption Price Per Share (\$133,214,244/6,521,900 shares)	\$ 20.43

CONESTOGA SMALL CAP FUND

Statement of Operations
For the Year Ended September 30, 2011

Investment Income:		
Dividends (net of foreign taxes withheld of \$7,404)	\$	1,000,596
Interest		505
Total investment income		<u>1,001,101</u>
Expenses:		
Investment advisory fees		1,621,721
Trustees' fees and expenses		90,310
Total expenses		<u>1,712,031</u>
Less: Advisory fees waived		<u>(225,453)</u>
Net expenses		<u>1,486,578</u>
Net Investment Loss		<u>(485,477)</u>
Realized and unrealized gain (loss) on investments:		
Net realized gain on investments		6,513,350
Net change in unrealized appreciation (depreciation) on investments		<u>(2,517,801)</u>
Net realized and unrealized gain on investments		<u>3,995,549</u>
Net increase in net assets resulting from operations	\$	<u><u>3,510,072</u></u>

CONESTOGA SMALL CAP FUND

Statements of Changes in Net Assets

	<u>For the</u> <u>Year Ended</u> <u>9/30/2011</u>	<u>For the</u> <u>Year Ended</u> <u>9/30/2010</u>
Increase/(Decrease) In Net Assets		
From Operations:		
Net investment loss	\$ (485,477)	\$ (215,283)
Net realized gain on investments	6,513,350	335,003
Net change in unrealized appreciation (depreciation) on investments	(2,517,801)	11,567,079
Net increase in net assets resulting from operations	<u>3,510,072</u>	<u>11,686,799</u>
From Fund share transactions:		
Proceeds from sale of shares	60,907,859	39,424,582
Cost of shares redeemed	(34,269,455)	(13,401,297)
Total increase in net assets from Fund share transactions	<u>26,638,404</u>	<u>26,023,285</u>
Total increase in net assets	30,148,476	37,710,084
Net Assets at Beginning of Year	<u>103,065,768</u>	<u>65,355,684</u>
Net Assets at End of Year (Includes accumulated net investment loss of \$0 and \$0, respectively)	<u>\$ 133,214,244</u>	<u>\$ 103,065,768</u>

CONESTOGA SMALL CAP FUND

Financial Highlights

Selected data for a share outstanding throughout each year:

	<u>For the</u> <u>Year Ended</u> <u>9/30/2011</u>	<u>For the</u> <u>Year Ended</u> <u>9/30/2010</u>	<u>For the</u> <u>Year Ended</u> <u>9/30/2009</u>	<u>For the</u> <u>Year Ended</u> <u>9/30/2008</u>	<u>For the</u> <u>Year Ended</u> <u>9/30/2007</u>
Net asset value - beginning of year	\$19.28	\$16.92	\$17.68	\$20.27	\$17.75
Net investment income (loss) ^(a)	(0.08)	(0.04)	– (b)	0.07	– (b)
Net realized and unrealized gain (loss) on investments	<u>1.23</u>	<u>2.40</u>	<u>(0.70)</u>	<u>(2.14)</u>	<u>2.59</u>
Total from investment operations	<u>1.15</u>	<u>2.36</u>	<u>(0.70)</u>	<u>(2.07)</u>	<u>2.59</u>
Distributions from net investment income	–	–	(0.03)	(0.03)	–
Distributions from net realized capital gains	–	–	–	(0.49)	(0.07)
Distributions in excess of net investment income	<u>–</u>	<u>–</u>	<u>(0.03)</u>	<u>–</u>	<u>–</u>
Total distributions	<u>–</u>	<u>–</u>	<u>(0.06)</u>	<u>(0.52)</u>	<u>(0.07)</u>
Net asset value - end of year	<u>\$20.43</u>	<u>\$19.28</u>	<u>\$16.92</u>	<u>\$17.68</u>	<u>\$20.27</u>
Total return	5.96 %	13.95 %	(3.87)%	(10.43)%	14.61 %
Ratios/supplemental data					
Net Assets - end of year (thousands)	\$ 133,214	\$ 103,066	\$ 65,356	\$ 42,582	\$ 29,281
Before waivers					
Ratio of expenses to average net assets	1.27%	1.24%	1.29%	1.30%	1.31%
Ratio of net investment income / (loss) to average net assets	(0.53)%	(0.40)%	(0.18)%	0.19%	(0.17)%
After waivers					
Ratio of expenses to average net assets	1.10%	1.10%	1.10%	1.10%	1.15%
Ratio of net investment income /(loss) to average net assets	(0.36)%	(0.26)%	0.01%	0.39%	(0.01)%
Portfolio turnover rate	18.03%	22.53%	13.89%	23.12%	13.51%

^(a) Per share net investment income (loss) has been determined on the basis of average number of shares outstanding during the year.

^(b) Represents less than \$0.01 per share

CONESTOGA SMALL CAP FUND

Notes to Financial Statements September 30, 2011

Note 1. Organization

Conestoga Funds (the "Trust") was organized as a Delaware statutory trust on February 5, 2002. The Trust consists of two series, the Conestoga Small Cap Fund (the "Fund") and the Institutional Advisors LargeCap Fund. The Trust is registered as an open-end diversified management investment company of the series type under the Investment Company Act of 1940, as amended (the "1940 Act"). The Fund's investment strategy is to achieve long-term growth of capital. The Fund's registration statement became effective with the SEC and the Fund commenced operations on October 1, 2002. The Fund's investment adviser is Conestoga Capital Advisors, LLC (the "Adviser").

Note 2. Summary of Significant Accounting Policies

The following is a summary of the significant accounting policies followed by the Fund in the preparation of its financial statements. These policies are in conformity with accounting principles generally accepted in the United States of America "GAAP."

Security Valuation - Securities that are traded on any exchange are valued at the last quoted sale price. Securities which are quoted by NASDAQ are valued at the NASDAQ Official Closing Price. Lacking a last sale price, a security is valued at its last bid price except when, in the opinion of the Fund's Adviser, the last bid price does not accurately reflect the current value of the security. All other securities for which over-the-counter market quotations are readily available are valued at their last bid price. When market quotations are not readily available, when the Adviser determines the last bid price does not accurately reflect the current value or when restricted securities are being valued, such securities are valued as determined in good faith by the Adviser, in conformity with guidelines adopted by and subject to review of the Board of Trustees of the Trust.

Short-term investments in fixed income securities with maturities of less than 60 days when acquired, or which subsequently are within 60 days of maturity, are valued by using the amortized cost method of valuation, which the Board has determined will represent fair value.

GAAP defines fair value as the price that the Fund would receive to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date and also establishes a framework for measuring fair value, and a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability. The three-tier hierarchy seeks to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the Fund's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The three-tier hierarchy of inputs is summarized below:

Level 1 - Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities. Valuation adjustments and block discounts are not applied to Level 1 securities. Since valuations are based

CONESTOGA SMALL CAP FUND

Notes to Financial Statements September 30, 2011

on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.

Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

The following table presents information about the Fund's assets measured at fair value as of September 30, 2011 by major security type:

	<u>Quoted Prices in</u> <u>Active Markets for</u> <u>Identical Assets</u> <u>(Level 1)</u>	<u>Significant Other</u> <u>Observable Inputs</u> <u>(Level 2)</u>	<u>Significant</u> <u>Unobservable Inputs</u> <u>(Level 3)</u>	<u>Balance as of</u> <u>September 30, 2011</u> <u>(Total)</u>
Assets				
Short-Term				
Investments	\$ 4,729,264	\$ -	\$ -	\$ 4,729,264
Common Stocks	<u>128,606,290</u>	<u>-</u>	<u>-</u>	<u>128,606,290</u>
Total	<u>\$ 133,335,554</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 133,335,554</u>

At September 30, 2011, there were no significant transfers between Level 1, 2, or 3 based on the input levels on September 30, 2010. For a further breakdown of each investment by type, please refer to the Schedule of Investments.

Federal Income Taxes - The Fund intends to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all of its net investment income and any realized capital gain. Therefore, no federal income or excise tax provision is required.

GAAP provides guidance for how uncertain tax positions should be recognized, measured, presented and disclosed in the financial statements and requires the evaluation of tax positions taken in the course of preparing the Fund's tax returns to determine whether the tax positions are "more-likely-than-not" of being sustained by the applicable tax authority. Tax benefits of positions not deemed to meet the more-likely-than-not threshold would be booked as a tax expense in the current year and recognized as: a liability for unrecognized tax benefits; a reduction of an income tax refund receivable; a reduction of deferred tax asset; an increase in deferred tax liability; or a combination thereof. Management has evaluated the Fund's tax positions as of September 30, 2011, and has determined that none of them are uncertain.

Management has reviewed all taxable years that are open for examination (i.e., not barred by the applicable statute of limitations) by taxing authorities of all major jurisdictions, including the Internal Revenue Service. Tax returns filed within the three years ended (2008-2010) and the year September 30, 2011, are open for examination. No examination of any of the Fund's tax returns is currently in progress.

CONESTOGA SMALL CAP FUND

Notes to Financial Statements September 30, 2011

Dividends and Distributions - The Fund intends to distribute substantially all of its net investment income and capital gains to its shareholders on an annual basis. Income and capital gain distributions to shareholders are determined in accordance with income tax regulations, which may differ from GAAP. Those differences are primarily due to differing treatments for net investment losses and deferral of wash sale losses and post-October losses. Distributions to shareholders are recorded on the ex-dividend date.

Security Transactions and Investment Income - The Fund records security transactions on the trade date. The specific identification method is used for determining gains or losses for financial statements and income tax purposes. Dividend income is recorded on the ex-dividend date and interest income is recorded on the accrual basis.

Estimates - Preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Other - Permanent book/tax differences are reclassified among the components of capital.

Reclassification - As of September 30, 2011, the Fund recorded permanent book/tax differences of \$485,477 from net investment loss to paid-in capital. This reclassification has no impact on the net asset value of the Fund and is designed generally to present undistributed income and net realized gains on a tax basis, which is considered to be more informative to shareholders.

Subsequent Event - The Fund is required to recognize in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the Statement of Assets and Liabilities. For non-recognized subsequent events that must be disclosed to keep the financial statements from being misleading, the Fund is required to disclose the nature of the event as well as an estimate of its financial effect, or a statement that such an estimate cannot be made. Management has evaluated subsequent events through the issuance of these financial statements and has noted no such events.

Note 3. Investment Advisory Agreement and Other Related Party Transactions

The Fund has entered into an Advisory Agreement with the Adviser to provide supervision and assistance in overall management services to the Fund. Under the terms of the Advisory Agreement, the Adviser pays all Fund expenses except the fees and expenses of the independent Trustees, 12b-1 fees, brokerage commissions, shareholder servicing fees, taxes, interest, other expenditures that are capitalized in accordance with generally accepted accounting principles, and extraordinary costs. Pursuant to the Advisory Agreement the Fund pays the Adviser a fee, calculated daily and payable monthly, equal to an annual rate of 1.20% of average daily net assets of the Fund. For the year ended September 30, 2011, the Adviser earned advisory fees of \$1,621,721. The Adviser has contractually agreed to limit the Fund's net annual operating expenses to 1.10% of the Fund's average daily net assets until at least January 29, 2012. For the year ended September 30, 2011, the Adviser waived \$225,453 of its fees under this arrangement.

The Trust, on behalf of the Fund, has adopted a distribution plan (the "Distribution Plan"), pursuant to Rule 12b-1 under the 1940 Act which permits the Fund to pay certain expenses associated with the distribution of its shares, including, but not limited to, advertising, printing of prospectuses and reports for other than existing shareholders, preparation and distribution of advertising material and sales literature, and payments to dealers

CONESTOGA SMALL CAP FUND

Notes to Financial Statements

September 30, 2011

and shareholder servicing agents who enter into agreements with the Fund. The Plan provides that the Fund will reimburse the Adviser for actual distribution and shareholder servicing expenses incurred by the Adviser not exceeding, on an annual basis, 0.25% of the Fund's average daily net assets. The Distribution Plan is currently inactive and the Fund did not accrue any 12b-1 fees under this plan during the year ended September 30, 2011.

The Trust, on behalf of the Fund, has adopted a Shareholder Servicing Plan, under which the Fund may enter into agreements with various shareholder servicing agents, including financial institutions and securities brokers (agents). The Fund may pay a fee at an annual rate of up to 0.25% of the average daily net assets of the shares serviced by a particular agent. The Fund presently does not have any such shareholder servicing agreements in effect and is not accruing fees under the Shareholder Servicing Plan.

Certain directors and officers of the Adviser are trustees, officers or shareholders of the Fund. These individuals receive benefits from the Adviser resulting from the fees paid to the Adviser by the Fund.

There were no shareholder votes held between October 1, 2010 and September 30, 2011.

Note 4. Investments

Investment transactions, excluding short term investments, for the year ended September 30, 2011, were as follows:

Purchases.....	\$ 47,739,339
Sales.....	\$ 23,513,609

For Federal Income Tax purposes, the cost of investments owned at September 30, 2011, is \$117,044,935. As of September 30, 2011, the gross unrealized appreciation on a tax basis totaled \$24,864,872 and the gross unrealized depreciation totaled \$8,574,253 for a net unrealized appreciation of \$16,290,619.

As of September 30, 2011 the components of accumulated earnings on a tax basis were as follows:

Net unrealized appreciation	\$16,290,619
Accumulated net realized gain on investments	<u>\$4,108,786</u>
Total	\$20,399,405

The difference between the accumulated net realized gains for tax purposes and the accumulated net realized gains reported in the Statement of Assets and Liabilities is due to wash sale losses, which are required to be deferred for tax purposes. Net unrealized appreciation on a tax basis and the net unrealized appreciation on investments reported in the Statement of Assets and Liabilities differ by this same wash sale loss figure.

There were no distributions paid during the year ended September 30, 2011 and the year ended September 30, 2010.

CONESTOGA SMALL CAP FUND

Notes to Financial Statements September 30, 2011

Note 5. Beneficial Interest

The following table summarizing the activity in shares of the Fund:

	<u>For the Year Ended 9/30/2011</u>		<u>For the Year Ended 9/30/2010</u>	
	<u>Shares</u>	<u>Value</u>	<u>Shares</u>	<u>Value</u>
Issued	2,697,912	\$ 60,907,859	2,231,038	\$ 39,424,582
Redeemed	<u>(1,521,442)</u>	<u>(34,269,455)</u>	<u>(748,634)</u>	<u>(13,401,297)</u>
Total	<u>1,176,470</u>	<u>\$ 26,638,404</u>	<u>1,482,404</u>	<u>\$ 26,023,285</u>

Note 6. Contingencies and Commitments

The Fund indemnifies the Trust's officers and trustees for certain liabilities that might arise from their performance of their duties to the Fund. Additionally, in the normal course of business the Fund enters into contracts that contain a variety of representations and warranties and which provide general indemnifications. The Fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred. However, based on experience, the Fund expects the risk of loss to be remote.

Note 7. New Accounting Pronouncements

In May 2011, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2011-04 "Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements". ASU No. 2011-04 amends FASB ASC Topic 820, Fair Value Measurements and Disclosures, to establish common requirements for measuring fair value and for disclosing information about fair value measurements in accordance with GAAP and International Financial Reporting Standards. ASU No. 2011-04 is effective for fiscal years beginning after December 15, 2011 and for interim periods within those fiscal years.

Management is currently evaluating the impact ASU No. 2011-04 may have on the Fund's financial statements.



REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholders of the Conestoga Small Cap Fund and the Board of Trustees of Conestoga Funds

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of the Conestoga Small Cap Fund, a series of shares of beneficial interest of the Conestoga Funds, as of September 30, 2011, and the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended and the financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of September 30, 2011, by correspondence with the custodian. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of the Conestoga Small Cap Fund, as of September 30, 2011, the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended and its financial highlights for each of the five years in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

BBD, LLP

**Philadelphia, Pennsylvania
November 28, 2011**

CONESTOGA SMALL CAP FUND

Trustees and Officers

(Unaudited)

The business and affairs of the Fund are managed under the direction of the Fund's Board of Trustees. Information pertaining to the Trustees and Officers of the Fund are set forth below. The Fund's Statement of Additional Information includes additional information about the Trustees and is available, without charge, upon request by calling toll free 1-800-320-7790.

Name & Year of Birth	Position(s) Held with the Fund	Term of Office and Length of Time Served ²	Principal Occupation During Past Five Years	Number of Portfolios in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee ³
Disinterested Trustees¹					
Michael R. Walker, 1948	Trustee	Since 2002	Partner, Franklin Realty Trust; since 2004; Chairman, Elder Trust; from 1998 to 2004; Chairman and CEO, Genesis Health Ventures (eldercare services), 1985 to 2002	2	None
Nicholas J. Kovich, 1956	Trustee	Since 2002	President and Chief Executive Officer, Kovich Capital Management (private asset management); since 2001; Managing Director, Morgan Stanley Investment Management from 1996 to 2001; General Partner, Miller Anderson & Sherrerd from 1988 to 1996; Vice President, Waddell & Reed, Inc. from 1982-1988	2	Trustee, the Milestone Funds (1 portfolio)
William B. Blundin, 1939	Trustee	Since 2002	Founder and Principal, Bransford Investment Partners, LLC (private asset management).since 1997	2	Trustee, the Saratoga Advantage Funds (14 portfolios)
Richard E. Ten Haken, 1934	Trustee	Since 2002	Chairman and President, Ten Haken & Associates, Inc. (management, financial, organizational and retirement consulting) since 1992	2	Trustee & Chairman of Bryce Capital Mutual Funds (2 portfolios) (2004-2006)
Interested Trustees⁴:					
William C. Martindale, Jr., 1942	Chairman, CEO, & Trustee	Since 2002	Managing Partner, Co-Founder and Chief Investment Officer of Conestoga Capital Advisors, LLC, since 2001	2	None
Robert M. Mitchell, 1969	Trustee	Since 2011	Managing Partner, Co-Founder, Portfolio Manager and Director of Research of the Adviser, since 2001	2	None

Name & Year of Birth	Position(s) Held with the Fund	Term of Office and Length of Time Served ²	Principal Occupation During Past Five Years
Officers:			
William C. Martindale, Jr., 1942	CEO, & Trustee	Since 2002	Managing Partner, Co-Founder and Chief Investment Officer of Conestoga Capital Advisors, LLC, since 2001.
Duane R. D'Orazio, 1972	Secretary, since July 2002. Chief Compliance Officer, since August 2004, Anti-Money Laundering Compliance Officer, since December 2008	Since 2002	Managing Partner and Co-Founder of the Adviser. Head Trader and Chief Compliance Officer of the Adviser.
Robert M. Mitchell, 1969	Treasurer, Trustee	Since 2002	Managing Partner, Co-Founder, Portfolio Manager and Director of Research of the Adviser.
Gregory Getts, 1957	Assistant Treasurer	Since 2006	President of Mutual Shareholder Services, LLC, the Fund's transfer, shareholder servicing, dividend disbursing and accounting servicing agent ("MSS").
Mark S. Clewett, 1968	Senior Vice President	Since 2006	Since 2006, Director of Institutional Sales and Client Service for the Adviser; from 1997 through 2005, Senior Vice President—Consultant Relationships for Delaware Investments.
Joseph F. Monahan, 1959	Senior Vice President	Since 2009	Since 2008, Managing Partner, Portfolio Manager, Research Analyst of Conestoga Capital Advisors, LLC.
David M. Lawson, 1951	Senior Vice President	Since 2009	Since 2008, Managing Partner, Portfolio Manager, Research Analyst of Conestoga Capital Advisors, LLC.
Michelle L. Patterson, 1976	Vice President	Since 2003	Partner (since 2003) and Operations and Marketing Analyst (since 2001) of the Adviser.
M. Lorri McQuade, 1950	Vice President	Since 2003	Partner (since 2003) and Administrative Manager (since 2001) of the Adviser.

Notes:

- ¹ Each Trustee may be contacted by writing to the trustee, c/o Conestoga Funds, 259 N. Radnor-Chester Road, Radnor Court, Suite 120, Radnor, PA 19087.
- ² There is no defined term of office for service as a Trustee. Each Trustee serves until the earlier of resignation, retirement, removal, death, or the election of a qualified successor.
- ³ Directorships of companies required to report to the Securities and Exchange Commission under the Securities Exchange Act of 1934 (i.e., "public companies") or other investment companies registered under the 1940 Act.
- ⁴ Mr. Mitchell and Mr. Martindale each have ownership interest in Conestoga Capital Advisors. Each of these persons are considered to be an "interested person" of the Fund and "Interested Person" within the meaning of the 1940 Act.

CONESTOGA SMALL CAP FUND

Additional Information

September 30, 2011

(Unaudited)

Availability of Quarterly Portfolio Schedule

The Fund files its complete schedule of investments with the SEC for the first and third quarters of each fiscal year on Form N-Q no later than 60 days following the close of the quarter. You can obtain a copy, available without charge, on the SEC's website at <http://www.sec.gov> beginning with the filing for the period ended December 31, 2004. The Fund's Forms N-Q may also be reviewed and copied at the SEC's public Reference Room in Washington, DC, and that information on the operation of the Public Reference Room may be obtained by calling 1-800-SEC-0330.

Proxy Voting Policy

A description of the policies and procedures that the Trust uses to determine how to vote proxies related to portfolio securities and the Fund's portfolio securities voting record for the 12-month period ended June 30 is available (i) without charge, upon request, by calling 1-800-320-7790 and (ii) from Form N-PX filed by the Fund with the Securities and Exchange Commission's website at <http://www.sec.gov>.

Statement of Additional Information

The Fund's Statement of Additional Information ("SAI") includes additional information about the trustees and is available, without charge, upon request. You may call toll-free (800) 320-7790 to request a copy of the SAI or to make shareholder inquiries.

Tax Information (Unaudited)

During the year ended September 30, 2011, the Fund did not pay any distributions.

Board of Trustees

William C. Martindale, Jr., Chairman
Robert M. Mitchell
William B. Blundin
Nicholas J. Kovich
Richard E. Ten Haken
Michael R. Walker

Investment Adviser

Conestoga Capital Advisors, LLC
259 N. Radnor-Chester Road
Radnor Court, Suite 120
Radnor, PA 19087

**Dividend Paying Agent,
Shareholders' Servicing Agent,
Transfer Agent**

Mutual Shareholder Services, LLC
8000 Towne Centre Drive, Suite 400
Broadview Heights, OH 44147

Custodian

UMB Bank , NA
928 Grand Blvd.
Kansas City, MO 64106

Independent Registered Public Accounting Firm

BBD, LLP
1835 Market Street 26th Floor
Philadelphia, PA 19103

Legal Counsel

Drinker Biddle & Reath, LLP
One Logan Square Suite 2000
Philadelphia, PA 19103

Conestoga Small Cap Fund Officers

William C. Martindale, Jr., CEO
Duane R. D'Orazio, Secretary, Chief Compliance Officer, Anti-Money Laundering Officer
Robert M. Mitchell, Treasurer
Gregory Getts, Assistant Treasurer
Mark S. Clewett, Senior Vice President
Joseph F. Monahan, Senior Vice President
David M. Lawson, Senior Vice President
Michelle L. Patterson, Vice President
M. Lorri McQuade, Vice President

This report is provided for the general information of the shareholders of the Conestoga Small Cap Fund. This report is not intended for distribution to prospective investors in the Fund, unless preceded or accompanied by an effective prospectus